

P95000031232

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 DEC 17 PM 3:01

CORPORATE RECORD BUREAU
DIVISION OF CORPORATION
DEPARTMENT OF STATE

P. O. BOX 6357

TALLAHASSEE FL 32314

900002374999--8
--12/17/97--01070--001
*****35.00 *****35.00

TO WHOM THIS MAY CONCERN:

ENCLOSED PLEASE FIND ARTICLES
OF AMENDMENT FOR RAILY'S FURNITURE AND
FACTORY INC. ALSO ENCLOSED MONEY ORDER
IN THE AMOUNT OF \$35.00. PLEASE SEND ME
COPY OF THE REGISTERED CHARGES. FOR MY
RECORD. MAILED THE DOCUMENT TO:

RAILY'S FURNITURE AND FACTORY INC

3639 W 16 AVE
HIALEAH FL 33012

Amend
12-19-97
CC

SINCERELY YOUR


MR. ELIESER BENCOSME
PRESIDENT

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

FILED STATE
SECRETARY OF CORPORATIONS
91 DEC 17 PM 3:07
DIVISION OF CORPORATIONS

RAILY'S FURNITURE AND FACTORY INC.

We, the undersigned, President, Secretary and Treasurer of RAILY'S
FURNITURE AND FACTORY INC. a corporation organized under the laws of
the State of Florida, located in the City of HIALEAH, Florida,
hereby certify;

The Articles of Incorporation are hereby amended by the following resoluti
adapted by the shareholders on NOVEMBER 20, 1997.

Resolved, that the Articles of Incorporation shall be amended so that
Articles _____ is eliminated, and the following substituted for
Articles _____

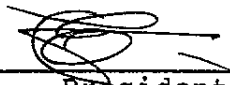
The Officer and shareholder of the Corporate will be.

ELIESER BENCOSME 3639 West 16 Ave Hialeah Fl. 33012

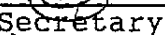
NARDELYS PEREZ 3639 West 16 Ave Hialeah Fl. 33012

The above resolution was adopted by the Board of Directors and by the
shareholders unanimously.

Signed and dated this day of NOV. 20 19-97-



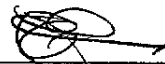
President



Secretary



Treasurer



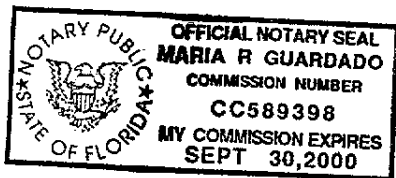
Vice-Pres

ARTICLES OF AMENDMENT

OF

RAILY'S FURNITURE AND FACTORY INC.

I, ELIESER BENCOSME, PRESIDENT, VICE-PRESIDENT, TREASURER
AND SECRETARY. OF THE CORPORATION. WANT TO EXPRESS MY
DESIRE THAT FROM THE 500 SHARES PREVIOUSLY EMITTED BY
THIS CORPORATION TO ME, I WANT TO TRANSFER 50 % OF THE
SHARES TO MS, NARDELYS PEREZ . MS. NARDELYS PEREZ WILL
NOW BE THE VICE- PRESIDENT.



A handwritten signature in cursive script, appearing to read "Elieser Bencosme", written over a horizontal line.

A handwritten signature in cursive script, appearing to read "Elieser Bencosme", written over a horizontal line.

MR. ELIESER BENCOSME
PRESIDENT.