

JUN 11 1995 12:22 PM S 1:47 AM PUBLIC ACCESS SYSTEM
(((H95000000901))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 2-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H95000000901))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PORCAO USA INC.

FAX AUDIT NUMBER: H95000000901

DATE REQUESTED: 06/21/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 5

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 11:47:40

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000000901)))

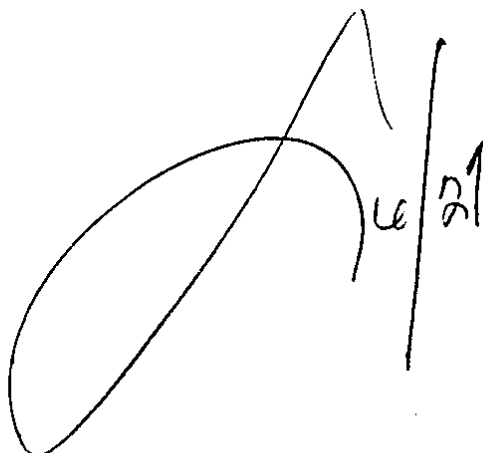
** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>

Help F1 Option Menu F2

NUM

Connect: 00:02

 6/21

6/21/95
11:59:24
FAX
FAX
FAX

5701110

JUN-21-1985 13:22 FROM EMPIRE

TO

DIV CORP ELT FI P.02

PREPARED BY :
B&L BUSINESS LEGAL
141 NE 3rd AVE #206
MIAMI, FL 33132
ALEX SILVA

ARTICLES OF INCORPORATION OF

ARTICLE I - NAME

The name of this corporation is: PORCAO USA INC.

With the principal place of business located at:

801 S. BAYSHORE DRIVE
MIAMI FL 33131

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one dollar par (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE

The street address of the registered office of this corporation is:

141 NE 3rd AVE #206
MIAMI FL 33132

The name of the Initial Registered Agent of this corporation is:

B&L BUSINESS LEGAL

H95000006901

H95000006901

(5)

FILED
JUN 21 1985
FBI - MIAMI

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation :

THE CORPORATION DION'T APPOINT ANY DIRECTOR, YET.

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:

D&L BUSINESS LEGAL
141 NE 3rd AVE #206
MIAMI FL 33132

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE IX - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

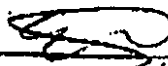
All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, shareholders of this corporation.

ARTICLE X - BY LAWS

The power to adopt, after, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholder.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21 day of June of 1995.

Incorporator


BY AMBER R. G. L.

H9500006901

H9500006901

CERTIFICATE DESIGNATING THE ADDRESS AND AN

AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That PORCAO USA INC. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed B&L BUSINESS LEGAL

, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of PORCAO USA INC.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 21 day of June, 1995.

Registered Agent  ELAINE RACHTIGEN

H95000006901

H95000006901

H95000006901

STATE OF FLORIDA)
COUNTY OF DADE)

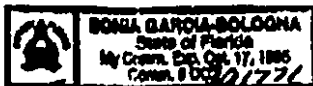
BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared B&L BUSINESS LEGAL

known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 21 day of June, 1995.

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:



PERSONALLY FOR HIM BY ME
PRODUCED TO

FILED
95 JUN 21 PM 5:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95000006901

P95000048540

6/27/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

10:25 AM

((H95000007123))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 641-3694
FAX: (305) 641-2770
(((H95000007123))) DOCUMENT TYPE: BASIC AMENDMENT

NAME: PORCAO USA INC.
FAX AUDIT NUMBER: H95000007123 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/27/1995 TIME REQUESTED: 10:25:15
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$27.50 ACCOUNT NUMBER: 072450003255

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((H95000007123)))
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*Chavez
Linda*

FILED
95 JUN 28 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 28 AM 9:45
DIVISION OF CORPORATIONS

RECEIVED

190492224000 P.02

JUN-28-1995 08:44 FROM EMPIRE



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 28, 1995

PORCAO USA INC.
801 S. BAYSHORE DRIVE
MIAMI, FL 33131

SUBJECT: PORCAO USA INC.
REF: P95000048540

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Awd. #: H95000007123
Letter Number: 895000031624

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000007123

B&L Business Legal Inc.

Evian Noronha

141 NE 3rd Ave #206

Miami, FL 33132

305-373-6211

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FORCAO USA INC.

(present name)

FILED
95 JUN 28 PM 2:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607,1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

FROM NOW ON THE NAME OF THE CORPORATION
SHALL BE:

STEAK IN FOODS & BEVERAGES INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6/26/95

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

H95000007123

H95000007123

Signed this 28th day of June, 19, 95.POKCAO UEA, INC.
(Corporation Name)By (Chairman or Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)

(A Director or Incorporator if adopted by the directors or incorporators)

ELVANE BECHTIN
(Typed or printed name)Incorporator
(Title)1000 shares
US\$1.00 par value.

H95000007123

P95000048540

JAN-29-1900 16:20 FROM

TO

1904922 000 1.01

8

3:48 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 0000 004
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 522-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT
NAME: STEAK IN FOODS & BEVERAGES INC.
FAX AUDIT NUMBER: H95000008768 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/09/1995 TIME REQUESTED: 15:48:21
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000008768))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:11

Received 8/11/95
Trade

FILED
1995 AUG 10 AM 10:42
STATE
TALLAHASSEE, FLORIDA

RECEIVED
55 AUG 10 AM 8:05
TALLAHASSEE, FLORIDA

EVIAN NORDNHA
B & L Business
141 N.E. 3rd Ave.
Suite 206
Miami, FL 33132
(305) 373-6211

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

STEAK IN FOODS & BEVERAGES INC.

P95000048540

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

NOMINATION OF DIRECTORS: PRESIDENT/SECRETARY: NEODI MOCELIN
V. PRESIDENT/TREASURE: JULIO B. QUEIROS

FILED
1995 AUG 10 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 07.30.95

FOURTH: Adoption of Amendment(s) (check one)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)"

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of July, 19 95.

Signature

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ELYANE DECHARDIN

Typed or printed name

Incorporator

Title

H9500008768

H9500008768

P95000048540

NOV-07-1995 17:28

S

5:02 PM

P.03

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- -0280
TALLAHASSEE, FL 32399
FAX: (904) 922-4000 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: BASIC AMENDMENT
NAME: STEAK IN FOODS & BEVERAGES INC.
FAX AUDIT NUMBER: H95000012524 CURRENT STATUS: REQUESTED
DATE REQUESTED: 11/07/1995 TIME REQUESTED: 17:02:22
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$35.00 ACCOUNT NUMBER: 072450003255

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((H95000012524)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM CAPS Connect: 00:07:5

FILED
NOV -8 AM 9:05
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

NOV-07-1995 17:28

NOV -8 AM 7:54

RECEIVED

Amend
LFT

NOV-07-1995 17:28

P.04

FIL (3)

1995 NOV -8 AM 9:05

STATE OF FLORIDA

B & L Business Legal
Evian Noronha
141 NE 3rd Avenue
206

Miami, FL 33132

(305) 371-6211

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

STEAK IN FOODS & BEVERAGES INC.

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

1 - THE NEW SECRETARY WILL BE:

JADIEL PIRES

141 NE 3rd AVE SUITE 202 - MIAMI - FL - 33132

2 - THE NEW TREASURER WILL BE:

ARTHUR CESAR DE MENEZES SOARES FILHO

141 NE 3rd AVE SUITE 202 - MIAMI - FL - 33132

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION
OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED
IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: NOVEMBER/07/1995.

FOURTH:

ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF
DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT
REQUIRED.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF
VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

 THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING
GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING
ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR
APPROVAL BY _____

(voting group)

H 95000012524

H 95000012524

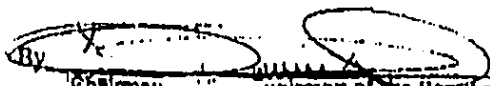
795000048540

H 95000012524

Signed this 07 day of NOVEMBER, 1995.

STEAK IN FOODS & BEVERAGES INC.

(Corporation Name)

By 
Chairman of the Board of Directors, President or
other officer if adopted by the shareholders
(A Director or Incorporator if adopted by the directors or incorporators)

NEODI MOCELIN

(Typed or printed name)

PRESIDENT DIRECTOR

(Title)

H 95000012524

P950000 48540

P.02

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINED STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-

CONTACT: RAY STORMONT
PHONE: (305) 541-3694

FAX: (305) 541-3770

((H96000002269)))

DOCUMENT TYPE: BASIC AMENDMENT

NAME: STEAK IN FOODS & BEVERAGES INC.
FAX AUDIT NUMBER: H96000002269

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/15/1996

TIME REQUESTED: 16:28:21

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$35.00

ACCOUNT NUMBER: 072450003255

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((H96000002269)))
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Help F1 Option Menu F2

NUM

Connect: 00:24:4

RECEIVED
96 FEB 16 PM 3:49
TALLAHASSEE, FLORIDA

Corporations - 96 ✓
Kirk da

FILED
96 FEB 16 PM 5:07
TALLAHASSEE, FLORIDA

FEB-16-1996 15:36

P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1996

STEAK IN FOODS & BEVERAGES INC.
801 S. BAYSHORE DRIVE
MIAMI, FL 33131

SUBJECT: STEAK IN FOODS & BEVERAGES INC.
REF: P95000048540

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000002269
Letter Number: 396A00006941

FEB-16-1996 15:37

P.83

Prepared by:

B & L Legal Business
Elyane Bechtlinger
141 NE 3rd Ave. #206
Miami, FL 33132
(305) 373-6211

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

STEAK IN FOODS & BEVERAGES, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

1 -- THE NEW OFFICERS FOR THE CORPORATION WILL BE:

**NEODI MOCELIN - PRESIDENT & SECRETARY
JULIO B. QUEIROS - VICE PRESIDENT & TREASURER**

SECOND:

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: **FEBRUARY 14th 1996.**

FOURTH:

ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.

THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL BY _____

(Voting group)

SIGNED THIS 14th DAY OF FEBRUARY, 1996.

STEAK IN FOODS & BEVERAGES, INC.

BY:

[Signature]

(Chairman or Vice-Chairman of the Board of Directors, President or other officer who adopted the shareholders)

Typed or printed name: **JULIO B. QUEIROS**
Title: **VICE PRESIDENT / DIRECTOR**

B & L BUSINESS LEGAL, INC.
INCORPORATOR

FILED

66 FEB 16 PM 5:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
66 FEB 16 PM 5:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#96000002269

#96000002269

P95000048540

9:53 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000010165 3)))

D: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

ROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

AME: STEAK IN FOODS & BEVERAGES INC.

AUDIT NUMBER.....H97000010165

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

OTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

* ENTER 'M' FOR MENU. **

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help F1 Option Menu F2

NUM

Connect: 00:19:48

FILED
97 JUN 20 PM 11:11
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN 20 AM 10:25
TALLAHASSEE, FLORIDA

Amendment
6/20/97
DL

447000010165

③

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
STEAK IN FOODS & BEVERAGES INC.

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION.

FIRST

AMENDMENT ADOPTED:

- 1 - THE NEW PRESIDENT WILL BE:
JADIEL PIRES
- 2 - THE VICE-PRESIDENT WILL BE:
NEODI LUIZ MOCELLIN
- 3 - THE NEW SECRETARY WILL BE:
CARLOS CURE

FILED
97 JUN 20 PM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR
CANCELANATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE
AMENDMENT IF NOT CONTAINED THE AMENDMENT IT SELF, ARE AS
FOLLOW:

THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION:, JUNE 08, 1997

PREPARED BY THE LAW OFFICES OF ALAN S. GLUECK
ALAN S. GLUECK # 224278
141 NORTHEAST 3RD AVENUE 9TH FLOOR
MIAMI, FL 33132-2221
PHONE (305) 373-6211

447000010165

497000010165

FORTH

ADOPTIONS AMENDMENTS:

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

— THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS/ WERE SUFFICIENT FOR THE APPROVAL.

— THE AMENDMENT(S) WAS/ WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(S).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(S) WAS / WERE SUFFICIENT FOR APPROVAL BY _____
(Voting group)

SIGNED THIS JUNE 04, 1997

BY

(INCORPORATOR - PRESIDENT)

Typed or printed name: NEODI LUIZ MOCELLIN
Title :PRESIDENT

PREPARED BY THE LAW OFFICES ALAN SCHUECK
ALAN S. SCHUECK # 224278
141 NORTH EAST 3RD AVENUE 9TH FLOOR
MIAMI, FL 33132-2221
PHONE (305) 373-4211

497000010165