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97 AUG 25 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/21/97

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: GENERAL IMPORT & EXPORT CORP.
AUDIT NUMBER.....H97000013839
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..1
CERT. COPIES.....

PAGES..... 2
DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 422-4000

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 758-0771

ACCT#: 070744001000

FAX #: (703) 559-7000

NAME: GENERAL IMPORT & EXPORT CORP.
ALITY NUMBER: 107000013637
DOC TYPE: BASIC AMENDMENT
CERT. OF STAMPS: 1
CERT. COPIES: 1

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: GENERAL IMPORT & EXPORT CORP.
AUDIT NUMBER.....H97000013839
DOC TYPE.....BASIC AMENDMENT
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 22, 1997

GENERAL IMPORT & EXPORT CORP.
8180 NW GENEVA COURT #B222
MIAMI, FL 33166US

SUBJECT: GENERAL IMPORT & EXPORT CORP.
REF: P95000049050

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The document is illegible and not acceptable for imaging.

The corporate name must be identical throughout the document.

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 (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000013839
Letter Number: 797A00042514

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DIVISION OF CORPORATIONS

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

H97-13839

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
GENERAL IMPORT & EXPORT CORP.**

FILED
97 AUG 25 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GENERAL IMPORT & EXPORT CORP. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Florida, does hereby certify:

FIRST: That pursuant to the provision of Section 607.1006 of the General Corporation Law of the State of Florida resolutions were duly adopted by the Board of Directors of **GENERAL IMPORT & EXPORT CORP.**, setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and proposing that the stockholders of said corporation consider adoption thereof by written consent pursuant to section 607.1006 of the General Corporation Law of the State of Florida. This resolution was adopted by the Corporation on JULY 31, 1997. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing Article I thereof so that, as amended, said article shall be and read as follows:

"The name of the Corporation is
SMART ENTERPRISE CORP."

H97-13839

Prepared by:
acel Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

H97-13839

SECOND: That thereafter, pursuant to section 607.187 of the General Corporation Law of the State of Florida, the stockholders of said corporation acted by written consent and the necessary number of shares as required the General Corporation Law of the State of Florida, consented to the adoption of said amendment.

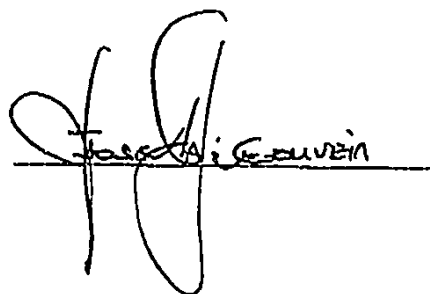
THIRD: That said amendment was duly adopted in accordance with the provision of section 607.1006 of the General Corporation Law of the State of Florida.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said GENERAL IMPORT & EXPORT CORP.

has caused this certificate to be signed by JOSE AUGUSTO GOUVEIA as President and TANIA M.S. GOUVEIA as Secretary.

this 21st day of JULY, 1997 by:



JOSE AUGUSTO GOUVEIA

ATTEST:

TANIA M.S. GOUVEIA
Secretary

H97-13839