Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

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To:

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Fax Number

: (850) 922-4000

From:

Account Name

: ACE INDUSTRIES, INC.

Account Number: 070744001530

Phone

: (305)358-2571

Fax Number

: (305)358-7832

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CHACHI'S PLACE, INC.

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From:

Account Name : ACE INDUSTRIES, INC.

Account Number : 070744001530 Phone : (305)358-2571 Fax Number : (305)358-7832

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CHACHI'S PLACE, INC.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1998

CHACHI'S PLACE, INC. 1000 PONCE DE LEON BLVD. SUITE 334 CORAL GABLES, FL 33134

SUBJECT: CHACHI'S PLACE, INC.

REF: P95000063717

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refex the complete document, including the electronic filling dover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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 quastions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: 198000022557 Letter Number: 398A00057387 8501822-3708



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 3, 1998

CHACHI'S PLACE, INC. 1000 PONCE DE LEON BLVD. SUITE 334 CORAL GABLES, FL 33134

SUBJECT: CHACHI'S PLACE, INC.

REF: P95000063717

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

MINUTES ARE NOT FILED WITH THE SECRETARY OF STATE. PLEASE RETAIN THE MINUTES AND THE ACTUAL RESIGNATION FOR THE CORPORATE FILES. RESUBMIT THE ARTICLES OF AMENDMENT ONLY. THIS WILL SERVE THE PURPOSE OF DELETING TERESITYA TABARES FROM THE CORPORATE RECORDS.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

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Karen Gibson Corporate Specialist FAX Aud. #: H98000022557 Letter Number: 498A00057340 H98- 22557

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

CHACHI'S PLACE, INC.



CHACHI'S PLACE, INC., a corporation of the State of Florida, whose registered office is located at 1000 Ponce de Leon Blvd., Suite 334, Coral Gables, Fl 33134, certifies that pursuant to the provisions of section 607.1006, Florida Statutes, that at a meeting of the stockholder of said corporation called for the purpose of amending the articles of incorporation and held on July 31st, 1998, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that the Articles of Incorporation are amended to read as follows:

RESIGNATION from TERESITA TABARES, as Secretary of the Corporation to take effect upon conclusion of meeting of the Board of Directors on July 31st, 1998, at which time resignation was accepted.

* The number of votes cast by the shareholders was sufficient for approval

Signed on 11/4 31, 88 . 19

Prepared by: ace! Industries, Inc. 54 Northwest 11th St. Mlami, FL 33136

8-305) 358-2571 7-32557 By

President / ERIC RANGEL