

P95000069089

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From: Account Name : FAS-T CORP. AGENTS, INC.
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*Attn: Darlene Connell
2nd
Request*

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**BASIC AMENDMENT
GRAND HAVANA RUM INC.**

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 9, 2003

GRAND HAVANA RUM INC.
1470 CECILIA AVENUE
CORAL GABLES, FL 33146US

SUBJECT: GRAND HAVANA RUM INC.
REF: P95000069089

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 current name of the entity is as referenced above. Please correct your document accordingly.

PLEASE REMOVE THE COMMA FROM THE CORPORATE NAME AFTER THE WORD "RUM" IN BOTH THE EXECUTION AND NOTARY PARAGRAPHS.

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

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Darlene Connell
Document Specialist

FAX Aud. #: H03000320501
Letter Number: 403A00066117



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 19, 2003

GRAND HAVANA RUM INC.
1470 CECILIA AVENUE
CORAL GABLES, FL 33146US

SUBJECT: GRAND HAVANA RUM INC.
REF: P95000069089

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.

The current name of the entity is as referenced above. Please correct your document accordingly.

The name of the entity must be identical throughout the document.

Under Article I of the Articles of Incorporation is the name of the corporation. Please correct your 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) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H03000320501
Letter Number: 403A00062877

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
GRAND HAVANA RUM INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THESE ARTICLES OF AMENDMENT are made and executed for and on behalf of GRAND HAVANA RUM INC., a corporation organized and existing under the laws of the State of Florida, by virtue of Articles of Incorporation filed with the Department of State, Division of Corporations, State of Florida (the "Department"), on September 7, 1995, under Charter Number P95000069089, and amended by Certificate of Amendment filed with the Department on June 7, 1996, wherein the name of the corporation was changed from GRAND HAVANA-OLD HAVANA CORPORATION to GRAND HAVANA RUM INC., TO AMEND said Articles of Incorporation, to completely delete Article I of the original Articles of Incorporation, as amended, and to replace same by the following, to wit:

AMEND CAPITAL STOCK OF THE CORPORATION

The aggregate number of shares that the Corporation shall have authority to issue is One Hundred Thousand (100,000) shares, all of which shall be common shares with a par value of One Dollar (\$1.00) per each such share.

These Articles of Amendment were adopted on May 15, 2003, pursuant to Section 607.0602 of the Florida Statutes by written consent of all the directors and all of the shareholders of the corporation eligible to vote manifesting their intention that the foregoing amendment to the Articles of Incorporation be adopted.

IN WITNESS WHEREOF, the undersigned officers of GRAND HAVANA RUM INC., set their hands for and affix the seal of the corporation this 15th day of May, 2003.

GRAND HAVANA RUM INC.

By: 

Ricardo M. Arregui, President

Corporate
Seal

Attest: 

Olga Arregui, Secretary

STATE OF FLORIDA)

) ss

COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledge before me this ___th day of May, 2003, by
Ricardo M. Arregui and Olga Arregui, as President and Secretary respectively of GRAND
HAVANA RUM INC., (X) who are personally known to me or () who have produced ___
_____, as identification.


Notary Public, STATE OF FLORIDA

Print Name: Reina Lazo

My Commission Expires:



Reina Lazo

My Commission: CC932179

Expires May 14 2004



C:\WP\Arregui\Artdelex\Amend1.wpd May 9, 2003