

P95000077039

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

BASIC AMENDMENT

CAROLINE OF AMERICA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

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DIVISION OF CORPORATIONS

Amendment

8/16/01

DC

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AMENDMENT TO ARTICLES OF INCORPORATION
OF
CAROLINE OF AMERICA, INC.

I, the undersigned, hereby for the purpose of amending the Articles of Incorporation of the corporation organized under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, incorporated on October 10, 1995 under number P95000077039 with the Secretary of State, amend the original Article IX and Registered Agent as follows. All other Articles of Incorporation remain unaltered and in force.

ARTICLE IX

The names and post office addresses of each shareholder are as follows:

Antonio Papadakis 1,000 Shares
7345 Sand Lake Rd., #315, Orlando, Florida 32819

Amendment adopted this July 23, 2001. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

CERTIFICATE DESIGNATING
PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN THE
STATE OF FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in accordance with said Act:

That Caroline of America, Inc. is qualified to do business under the laws of the State of Florida, with its principal office at 7345 Sand Lake Rd., #315, Orlando, Florida 32819 and has appointed Antonio Papadakis at the same principal office address as its agent to accept service of process within this state.

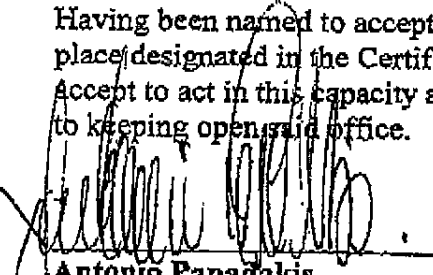
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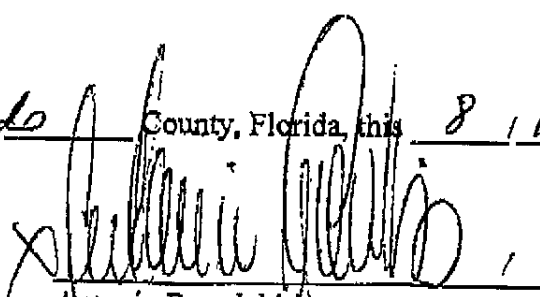
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ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in the Certificate, I hereby state that I am familiar with, understand and accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Antonio Papadakis
Registered Agent

Signed at Orlando County, Florida, this 8 / 14 /2001


Antonio Papadakis
Director/President

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