

P9500-0086931

LESLIE ALAN ROZENCWAIG, P.A.

SUNTRUST INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE
SUITE 960
MIAMI, FLORIDA 33131

LESLIE ALAN ROZENCWAIG
IRVING J. GONZALEZ

TELEPHONE (305) 379-6100
TELEFAX (305) 379-6808

January 23, 1997

AIRBORNE EXPRESS AIRBILL NO. 2557542525

PERSONAL & CONFIDENTIAL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500002068185--9
-01/24/97--01094--003
*****35.00 *****35.00

RE: Our Client File No. 0332(d)

~~W-3350~~

To Whom It May Concern:

Enclosed please find a Certificate of Amendment of Articles of Incorporation changing the name of Gancia Engineering, Inc. to Image Marketing (USA), Inc. along with a check in the amount of Thirty-Five Dollars (\$35). As this Corporation is being reinstated, I have attached a copy of the Application for Reinstatement for Gancia Engineering, Inc., a check in the amount of Nine Hundred Fifteen Dollars (\$915) and the letter that was sent to the Florida Division of Corporations in order to reinstate the Corporation..

Cordially,

LESLIE ALAN ROZENCWAIG, P.A.



LESLIE ALAN ROZENCWAIG

LAR/cg
Enclosures
1/0332

SH 2/28
NC

FILED
97 FEB 27 PM 1:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 13, 1997

Leslie Alan Rozencwaig
One SE 3rd Ave.
Suite 960
Miami, FL 33131

SUBJECT: GANCIA ENGINEERING, INC.
Ref. Number: P95000086931

We have received your document for GANCIA ENGINEERING, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As of today's date, this corporation has not been reinstated. The reinstatement must be filed before we can process the name change amendment.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 397A00007680

LESLIE ALAN ROZENCWAIG, P.A.

SUNTRUST INTERNATIONAL CENTER
ONE SOUTHEAST THIRD AVENUE
SUITE 960
MIAMI, FLORIDA 33131

LESLIE ALAN ROZENCWAIG
ROSARIO FERRERO CARR
IRVING J. GONZALEZ

TELEPHONE (305) 379-6100
TELEFAX (305) 379-6808

February 25, 1997

AIRBORNE EXPRESS AIRBILL NO. 2557543822

PERSONAL & CONFIDENTIAL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Our Client File No. 0332(d)

To Whom It May Concern:

Enclosed please find a Certificate of Amendment of Articles of Incorporation changing the name of Gancia Engineering, Inc. to Image Marketing (USA), Inc. along with a copy of a letter dated February 13, 1997 received from you. You have already received and have retained our check in the amount of Thirty-Five Dollars (\$35). We have been advised that this Corporation was reinstated.

Cordially

LESLIE ALAN ROZENCWAIG, P.A.

LESLIE ALAN ROZENCWAIG

LAR/cg
Enclosures
1/0332

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

GANCIA ENGINEERING, INC., a Florida Corporation, under corporate seal and the hands of its President, WILLY HERRMANN, and Secretary LESLIE ALAN ROZENCWAIG, hereby certifies that:

I

All of the Directors and all of the Stockholders of GANCIA ENGINEERING, INC., held a Special Joint Meeting on January 22, 1997, for the purpose of adopting the following Resolution:

That the name of the Corporation shall be amended to read

IMAGE Marketing (USA), Inc.

II

At said Special Joint Meeting, the Amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all of the Stockholders and all of the Directors.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed in its name by its President and attested by its Secretary under corporate seal, this 22^d day of January, 1997.

ATTEST:

By:

1/0332


LESLIE ALAN ROZENCWAIG, Secretary

GANCIA ENGINEERING, INC.

By:


WILLY HARRO HERRMANN, President

FILED
97 FEB 27 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA