

8/28/97

P96000023917

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: RIROM TRADING, INC.

AUDIT NUMBER.....H97000014255

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

Amendment

9/2/97

Refaxing

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DIVISION OF CORPORATIONS

3/28/97

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: RIROM TRADING, INC.

AUDIT NUMBER.....H97000014255

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

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PAGES..... 4

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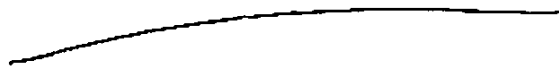
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8/28/97

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

JAME: RIROM TRADING, INC.

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DIVISION OF CORPORATIONS

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FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: RIROM TRADING, INC.

AUDIT NUMBER.....H97000014255

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PAGES..... 4

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## FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 28, 1997

RIROM TRADING, INC.  
9404 SW 125 PLACE  
MIAMI, FL 33186SUBJECT: RIROM TRADING, INC.  
REF: P96000023917

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 word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

\*\*\*\*PLEASE NOTE, THE 1997 ANNUAL REPORT HAS NOT BEEN FILED FOR THIS CORPORATION\*\*\*\*

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 SpecialistFAX Aud. #: H97000014255  
Letter Number: 497A00043416

#97000014255

97 SEP -2 PM 1:32  
FILED  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENTS  
OF  
RIROM TRADING, INC.

WHEREAS, the undersigned constitute all of the shareholders of records of Rirom Trading, Inc., adopted the amendment on August 7, 1997,

WHEREAS, these articles of amendment were approved by a unanimous vote of the Board of Directors and Stockholders and the votes casted were suffice for approval.

WHEREAS, the Board of Directors of the corporation has adopted a resolution recommending on August 7, 1997 by the stockholders and directors. Authorizing Amendment of Certificate of Incorporation filed on March 13, 1996: under document number P96000023917, are setting a new provision to read as follow:

**ARTICLE I**

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE 255 EAST FLAGLER STREET, SUITE 213, MIAMI, FLORIDA 33131

**ARTICLE IV**

THE CAPITAL STOCK AUTHORIZED, THE PARE VALUE THEREOF, AND THE CHARACTERISTICS OF SUCH STOCKS BE AS FOLLOWS:

NUMBER OF SHARES	PAR VALUE	CLASS OF AUTHORIZED
<u>STOCKS</u> 1,000	\$1.00	COMMON

DIVIDED AS FOLLOWS:

500 SHARES - RICARDO R. MATTOS  
500 SHARES - JOSE CARLOS MIRANDA CARDOSO

THE CONSIDERATION FOR ALL OF THE SAID STOCKS SHALL BE PAYABLE IN CASH, PROPERTY, RAL OF PERSONAL, LABOR OR SERVICES IN LIEU OF CASH, AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

UPON THE SALES FOR CASH OF ANY NEW STOCKS OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, EVERY STOCKHOLDER OF THIS CORPORATION SHALL HAVE THE PREEMPTIVE RIGHT TO PURCHASE HIS PRO RATA SHARE

FERDINAND TORO  
TIGER DIRECT, INC.  
8700 W. FLAGLER ST.  
Miami, FL 33174 (305) 228-3331

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THEREOF AT THE PRICE WHICH IT IS OFFERED TO OTHERS, WHETHER OR NOT IN EXCESS OR PAR. FRACTIONAL SHARES NEED NOT BE ISSUED ON ACCOUNT OF THIS PROVISION.

#### ARTICLE V

THE REGISTERED OFFICE OF THIS CORPORATION SHALL BE AT 28211 S.W. 136<sup>th</sup> PLACE, HOMESTEAD, FLORIDA 33033, WHICH THE PRIVILEGE OF HAVING ITS OFFICES AND BRANCH OFFICES AT OTHER PLACES WITHIN OR WITHOUT THE STATE OF FLORIDA. THE REGISTERED AGENT AT THAT ADDRESS SHALL BE

Ferdinand Toro  
28211 S.W. 136<sup>th</sup> Place  
Homestead, Florida 33033

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION:

  
Ferdinand Toro

#### ARTICLE VI BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE TWO (2) DIRECTORS. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE. THE NAME AND ADDRESS OF THE DIRECTORS OF THIS CORPORATION IS:

<u>NAME</u>	<u>ADDRESS</u>
RICARD R. MATTOS	11825 S.W. 103 LANE MIAMI, FLORIDA 33186
JOSE CARLOS MIRANDA CARDOSO	11825 S.W. 103 LANE MIAMI, FLORIDA 33186

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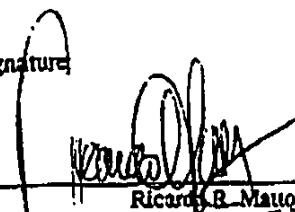
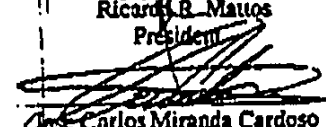
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ARTICLE XV

THE PRIVATE PROPERTY OF THE STOCKHOLDERS SHALL NOT BE SUBJECT TO  
PAYMENT OF THE CORPORATE DEBTS IN ANY EVENT.

**RESOLVED FURTHER:** That a Certificate setting forth the amendment, certifying that such amendment has been duly in accordance with the provision of Section of the Corporation Law of the State of Florida, and containing such others statements as may be necessary of advisable, be may under the seal of the corporation and signed by its President and its Vice - President and acknowledge by its filed in the office of the corporation are hereby authorized, empowered, and directed to take any and all further acts or proceeding which they may be necessary or proper to effectuate said amendment.

Done and dated this August 7, 1997, Miami Florida.

Signature  
  
Ricardo B. Matos  
President  
  
Jose Carlos Miranda Cardoso  
Vice - President

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