

5/08/98

P96000023917

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

2:17 PM

((H98000008781 0)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: RIROM TRADING, INC.

AUDIT NUMBER.....H98000008781

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:03:24

*[Handwritten star symbol]*

FILED  
98 MAY 11 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
98 MAY 11 AM 9:54  
DIVISION OF CORPORATIONS

*Amendment*

*5-11-98*

*DC*

5/08/98

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

2:07 PM

((H98000008781 0)))

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.....H98000008781  
DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....0

PAGES..... 4  
DEL.METHOD.. FAX  
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:03:24



RECEIVED  
98 MAY -8 PM 3:04  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 8, 1998

RIROM TRADING, INC.  
255 E FLAGLER ST  
SUITE #213  
MIAMI, FL 33131US

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

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

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 Specialist

FAX Aud. #: H98000008781  
Letter Number: 898A00025695

H98000008781

ARTICLES OF AMENDMENTS  
OF  
RIROM TRADING, INC.

FILED  
98 MAY 11 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WHEREAS, the undersigned constitute all of the shareholders of records of Rirom Trading, Inc., adopted the amendment on October 23, 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 October 23, 1997 by the stockholders and directors. Authorizing Amendment of Certificate of Incorporation filed on March 15, 1996: under document number P96000023917, are seting a new provision to read as follow:

ARTICLE IV

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

NUMBER OF SHARES STOCKS	PAR VALUE	CLASS OF AUTHORIZED
1,000	\$1.00	COMMON

DIVIDED AS FOLLOWS:

1000 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 THEREOF AT THE PRICE WHICH IT IS OFFERED TO OTHERS, WHETHER OR NOT IN EXCESS OF PAR. FRACTIONAL SHARES NEED NOT BE ISSUED ON ACCOUNT OF THIS PROVISION.

Ferdinand Toro  
Tiger Direct, Inc.  
8700 W. Flagler St.  
Miami, FL 33174  
(305) 228-3331

H98000008781

498000008781

**ARTICLE VI  
BOARD OF DIRECTORS**

THE CORPORATION SHALL HAVE ONE (1) DIRECTOR. 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:

**NAME**

**ADDRESS**

JOSE CARLOS MIRANDA CARDOSO

11825 S.W. 103 LANE  
MIAMI, FLORIDA 33186

**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 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 October 23, 1997, Miami Florida.

Signature:

  
\_\_\_\_\_  
Jose Carlos Miranda Cardoso  
President

498000008781

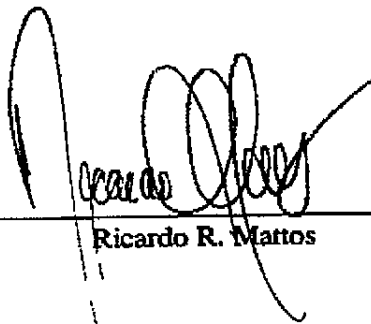
HA8000008781

Florida Department of State, Sandra B. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

I Ricardo R. Mattos, hereby resign as President of **RIROM TRADING, INC.**, a corporation organized under the law of the State of Florida.

That the corporation has been notified in writing of the resignation.



\_\_\_\_\_  
Ricardo R. Mattos

HA8000008781