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LAZARUS CORPORATE FILING SERVICE, INC.

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. RISING SUN FURNITURE, INC. (Corporation Name) Amend (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time 2:00 Certified Copy
- Mail out Will wait Photocopy Certificate of Status

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98 JUL -1 AM 11:36
DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials ASH
7/1/98

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RISING SUN FURNITURE, INC.

(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added deleted)

ARTICLE VI- BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the Board of Directors are:

Felix Garcia - President
150 S.W. 79th Court
Miami, FL 33144

Fidel Crespo - Vice President
449 West 27th Street
Hialeah, FL 33010

Sandra Crespo - Treasurer
449 West 27th Street
Hialeah, FL 33010

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6/05/98

FOURTH: Adoption of Amendment (s) (Check one)

_____ The amendment (s) was/were adopted by the incorporators without shareholder

action and shareholder action was not required.

_____ The amendment (s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X _____ The amendment (s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval.

_____ The amendment (s) was/were approved by the shareholders through a voting group.

{The following statement must be separately provided for each voting group entitled to vote separately on the amendment (s).}

The number of votes cast for the amendment (s) was/were sufficient for approval by _____
(voting group)

Signed this 05 day of JUNE, 1998.

By: X Felix Garcia
(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (A director or incorporator if adopted by the directors of incorporators)

Felix Garcia

(Typed or printed name)

President

(Title)