

P96000069471

JUL. 6. 1997 10:48AM

COHEN, CHASE & HOFFMAN

NO. 733

P. 1/3

7/07/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

10:14 AM

((H97000011057 1))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A.
CONTACT: MARY W KURLANSIK
PHONE: (305)670-0201

ACCT#: 102450002676

FAX #: (305)670-6152

NAME: 1311 INC.

AUDIT NUMBER.....H97000011057

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....1

PAGES..... 2

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -7 PM 2:18

RECEIVED
97 JUL -7 AM 11:23
DIVISION OF CORPORATIONS

Amend
58 7/7/97

H97000011057

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
1311 INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL - 7 PM 2:18

By unanimous vote of the Board of Directors of 1311 INC. (the Corporation has not yet issued any of its shares of capital stock), a Florida corporation originally incorporated on August 19, 1996, Document No. F96000069471, said Corporation does hereby, pursuant to Florida Statutes, Sections 607.1003, 607.1005 and 607.1006, amend the existing Articles of Incorporation effective July 3, 1997 in the following respects:

I. ARTICLE III is hereby deleted in its entirety and the following provision is inserted in lieu thereof:

ARTICLE III

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
1,000	10¢	Class A Voting Common
1,000	10¢	Class B Non-Voting Common

The relative rights, privileges and limitations of Class A Voting Common Shares and Class B Non-Voting Common Shares shall be in all respects identical, share for share (including, but not limited to, identical rights to distribution and liquidation proceeds), except that the voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the Class A Voting Common Shares and, except as otherwise required by law, the holders of Class B Non-Voting Common Shares shall not have any voting power or be entitled to receive any notice of meetings of Shareholders.

This instrument prepared by:
Alan R. Chase, Esquire
Florida Bar No. 205478
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

H97000011057

JUL. 7. 1997 10:49AM COHEN, CHASE&HOFFMAN

NO. 739 P. 3/3

H97000011057

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

The foregoing Amendment was duly approved by the Director in accordance with Florida Statutes, Sections 607.1003, 607.1005 and 607.1006 on July 3, 1997.

DATED this 3rd day of July, 1997.

1311 INC.

By:

Giuseppe Bodoni
GIUSEPPE BODONI, President

Attest:

Giuseppe Bodoni
GIUSEPPE BODONI, Secretary

ARC5BC1311INCAMEND

H97000011057