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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CINDERELLA ICE, INC.

AUDIT NUMBER.....H97000001690

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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97 JAN 31 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Chapman & Co. Corp. add. RA + office ✓

Handwritten signature

January 29, 1997

CINDERELLA ICE, INC.
218 COMMERCIAL BLVD.
LAUD-BY-THE-SEA, FL 33308

SUBJECT: CINDERELLA ICE, INC.
REF: P96000070145

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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000001690
Letter Number: 397A00004687

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CINDERELLA ICE, INC.
(present name)

H97000001690

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

FIRST: Amendment(s) adopted:

1. The principal place of business address shall be: 3363-5 N. Federal Highway, Ft. Lauderdale, FL 33306.
2. The mailing address for the corporation shall be: 3363-5 N. Federal Highway, Fort Lauderdale, FL 33306.
3. The new registered agent for the corporation shall be: Leo Spivack, Esq., SPIVACK & CAPLAN, 12000 Biscayne Blvd., Suite #404, Miami, FL 33181.
4. GREGORY ROMENSKI resigned as Director and SERGEY V. SKOBELTSYN was elected Director in his stead. SERGEY V. SKOBELTSYN was also elected President, Vice-President, Secretary, and Treasurer of the corporation and his address is: 3363-5 N. Federal Highway, Ft. Lauderdale, FL 33306.

SECOND: The date of each amendment's adoption:
January 27, 1997.

THIRD: Adoption of Amendment(s) (check one)

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

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 voting groups.

(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)

97 JAN 31 PM 1:18
FILED
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

Nancy Terminello, Esq. (continued)
2700 SW 37th Avenue
Miami, FL 33133 (305) 444-5002
FBN. 897744


H97000001690

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Signed this 27th day of January, 1997.

CINDERELLA ICE, INC.
(Corporation Name)

By 
(Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the
shareholders)

(A director or incorporator if adopted by the
directors or incorporators)

SERGEY V. SOBELTSYN
(Typed or printed name)

DIRECTOR
(Title)

CINDERELLA.ICE.EMP.Kit

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that CINDERELLA ICE, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(Florida)
with its principal office, as indicated in the articles of
incorporation has named Leo Spivack, Esq.
(Name of Registered Agent)
located at SPIVAK & CAPLAN, 12000 Biscayne Blvd., Suite #404
City of Miami, FL 33181 County of Dade
(City) (County)

State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
Registered Agent
Leo Spivack

#97000001690