

6/18/98

996000082210

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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1:11 PM

((H98000011396 2))

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: TORIELLO PASSARELLI, INC
AUDIT NUMBER.....H98000011396
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 3
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

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NUM CAPS Connect: 00:09:46

FILED
98 JUN 25 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

Jae
6/25



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 24, 1998

TORIELLO PASSARELLI, INC
999 SOUTH BAYSHORE DR
SUITE 908
MIAMI, FL 33131US

SUBJECT: TORIELLO PASSARELLI, INC
REF: P96000082210

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 amendment must be signed by a director if adopted by the directors.

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) 487-6908.

Teresa Brown
Corporate Specialist

FAX Aud. #: H98000011396
Letter Number: 398A00034793

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98 JUN 25 AM 8:29
DIVISION OF CORPORATIONS

6/18/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

1:11 PM

((H98000011396 2))

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: TORIELLO PASSARELLI, INC

AUDIT NUMBER.....H98000011396

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 23, 1998

TORIELLO PASSARELLI, INC
999 SOUTH BAYSHORE DR
SUITE 908
MIAMI, FL 33131US

SUBJECT: TORIELLO PASSARELLI, INC
REF: P96000082210

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.

According to our records Article V is entitled INCORPORATORS. The incorporators cannot be amended or changed. Please correct your document to add an article to the Articles of Incorporation. The amendmet must be signed by a director if adopted by the directors. Please add the title of director under the directors 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 (850) 487-6908.

Teresa Brown
Corporate Specialist

FAX Aud. #: H98000011396
Letter Number: 798A00034399

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14 24 PM 2 11
98 JUN 24 PM 2 11
DIVISION OF CORPORATIONS

6/18/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H98000011396 2))

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: TORIELLO PASSARELLI, INC	
AUDIT NUMBER.....	H98000011396
DOC TYPE.....	BASIC AMENDMENT
CERT. OF STATUS..0	PAGES..... 3
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
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98 JUN 23 AM 8:21
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1998

TORIELLO PASSARELLI, INC
999 SOUTH BAYSHORE DR
SUITE 908
MIAMI, FL 33131US

SUBJECT: TORIELLO PASSARELLI, INC
REF: P96000082210

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.

- 1 The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the document.
- 2 The current name of the entity is as referenced above. Please correct your document accordingly.
- 3 Please complete the date of adoption.
- 4 According to our records Article III is entitled SHARES. The amendment states that you are amending Article III, however it has nothing to do with the shares. Our records reflect the last article in your Articles of Incorporation is Article V. Perhaps you wish to ADD an Article VI and entitled it OFFICER/DIRECTORS.
- 5 The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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. #: E98000011396
Letter Number: 398A00033902

498000011396

FILED
98 JUN 25 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TORIELLO PASSARELLI, INC**

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

FIRST: The article number being added is Article VI . The corporation shall have four (4) directors initially. The number of directors may be increased from time to time by the by-laws, but shall never be less than one (1). The names and addresses of the directors of this corporation are:

MARIO TORIELLO
President
8519 NW 72nd Street
Miami, Florida 33166

ELIZABETH CANO
Vice-President
8519 NW 72nd Street
Miami, Florida 33166

MARTA FANY ZULUAGA
Secretary
8519 NW 72nd Street
Miami, Florida 33166

CLARA A. CANO
Treasurer
8519 NW 72nd Street
Miami, Florida 33166

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: The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares.

Prepared by:
Maria R. Fernandez-Gomez, P.A.
255 Alhambra Circle, Suite 610
Coral Gables, Florida 33134
Tel: (305) 441-8080
Fla. bar. No. 998494

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THIRD: The date of each amendment's adoption is : June 17th 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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

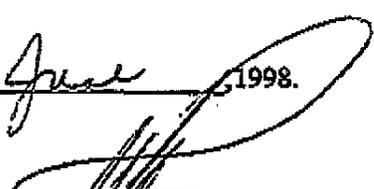
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).

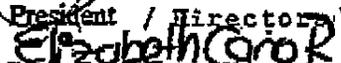
" The number of votes cast for the amendments(s) was/were sufficient for approval by _____ "

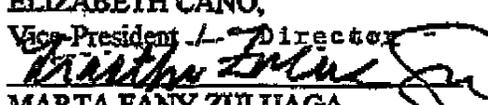
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholders action and shareholder action was not required.

Signed this 17th day of June 1998.



 MARIO TORIELLO,
 President / Director


 ELIZABETH CANO,
 Vice-President / Director


 MARTA FANY ZULUAGA,
 Secretary / Director


 CLARA A. CANO,
 Treasurer / Director

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