

9/03/97

P96000083514

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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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: ALL INTERNATIONAL COMPANY

AUDIT NUMBER.....H97000014520

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

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PAGES..... 3

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Amendment

9-3-97
TX

9/03/97

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 3, 1997

ALL INTERNATIONAL COMPANY
141 NW 3RD AVE
SUITE 206
MIAMI, FL 33132SUBJECT: ALL INTERNATIONAL COMPANY
REF: P96000083514

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 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 SpecialistFAX Aud. #: H97000014520
Letter Number: 197A00044009RECEIVED
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DIVISION OF CORPORATIONS

(2)

H97000014520

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ALL INTERNATIONAL COMPANY

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING
ARTICLES OF INCORPORATION.

FIRST

AMENDMENT ADOPTED:

- 1- THE NAME OF PRESIDENT WILL BE:
ROBERTO DE OLIVEIRA CESAR JUNIOR
- 2- THE NAME NEW OF VICE-PRESIDENT WILL BE:
FABIO CONTRUCCI
- 3 - THE NAME NEW SECRETARY WILL BE:
VALERIA VEIGA
- 4 - THE NEW ADDRESS WILL BE:
2905 NE 190TH STREET # 304
AVENTURA FL 33.180

SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR
CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE
AMENDMENT IF NOT CONTAINED THE AMENDMENT IT SELF, ARE AS
FOLLOW:

THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION, AUGUST, 27 1997

PREPARED BY THE LAW OFFICES OF ALAN S. GLUECK
ALAN S. GLUECK # 224278
141 NORTHEAST 3RD AVENUE 9TH FLOOR
MIAMI, FL 33132-2221
PHONE (305) 373-6211

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497000014520

FORTH

ADOPTIONS AMENDMENTS:

X 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 THE APPROVAL.

--- THE AMENDMENT(S) WAS / WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING 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 AUGUST, 27 1997

BY _____

PRESIDENT / DIRECTOR

Typed or printed name: ROBERTO DE OLIVEIRA CESAR JUNIOR
Title: PRESIDENT

PREPARED BY THE LAW OFFICES ALAN S. GLUCK
ALAN S. GLUCK # 224278
141 NORTHEAST 3RD AVENUE 9TH FLOOR
MIAMI, FL 33132-2221
PHONE (305) 371-6211

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