10:45 AM

(((H98000003555 3)))

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..... H98000003555
DOC TYPE...... BASIC AMENDMENT

CERT. OF STATUS...0
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PAGES..... 4

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EMPIRE CORPORATE KIT

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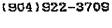
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 23, 1998

ALL INTERNATIONAL COMPANY 2905 NE 190TH STREET SUITE 304 AVENTURA, FL 33180

SUBJECT: 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 current name of the entity is as referenced above. Please correct your document accordingly.

Please list the street address of each officer/director. If the officer/director does not have a street address, list a P.O. Box and write (N/A) beside the box number.

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. #: H98000003555 Letter Number: 298A00010116

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11, 1310H OF CORFORATION



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 24, 1998

ALL INTERNATIONAL COMPANY 2905 NE 190TH STREET SUITE 304 AVENTURA, FL 33180

SUBJECT: ALL INTERNATIONAL COMPANY

REF: P96000083514

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The current name of the entity is as referenced above. Please correct your document accordingly.

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. #: H98000003555 Letter Number: 098A00010387

PACISION OF CORPORATIONS

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EMPIRE CORPORATE KIT

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATIO

FILED

98 FEB 26 AM 9: 23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALL INTERNATIONAL COMPANY

(present name)

Persuant to the provisions of section 607.1006. Florida Statutes, this corpopration adopts the following articles of amendment to its articles of incorporation:

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

The name of the new President and Managing Director will be ROBERTO DE OLIVEIRA CESAR JR. 2905 NE 190th ST. # 304 – Miami, Fl. - 33180

The name of the new Vice President and Managing Director will be CORI LIMA
555 NE 34th ST. # 1408 - Miami, Fl. - 33137

The name of the new Secretary and Managing Director will be JOSÉ CONTRUCCI 777 NE 62nd ST. # C 406 – Miami, Fl. - 33138

The name of the new Treasurer and Managing Director will be YVAN DEGOMME 6666 SW 115th Court # 108 - Miami, Fl. - 33173

ROBERTO DE OLIVEIRA CESAR JR. ALL INTERNATIONAL COMPANY 141 NE 3^{rt} AVE. # 303 MIAMI, FL. - 33132 PHONE: (305) 579-2107 / FAX: (305) 579-4790

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SECOND: If an amendment provides for an exchange, reclassification of 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: OZ(19 198

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 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)

- () 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 shareholder action and shareholder action was not required.

4480000033555

H4900003222	4497
Signed this 19 day of FEBRUARY, 1998.	Signed this
Signature Solution,	Signature_
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR	·
(By a director if adopted by the directors) OR	
(By an incorporator if adopted by the incorporators)	
ROBERTO DE OLIVEIRA CESAR JR Typed or printed name	
POEG OFFI H	

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