

12/17/96

P96000095724

FLORIDA DIVISION OF CORPORATIONS
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FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: XAT BMOONI, INC.

AUDIT NUMBER.....H96000017685

DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

December 20, 1996

XAT EMOONI, INC.
141 N.E. 3RD AVE.
MIAMI, FL 33132

SUBJECT: XAT EMOONI, INC.
REF: P96000095724

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We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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 And. #: H96000017695
Letter Number: 096A00056795

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SECRETARY OF STATE
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
XAT EMOHCI, 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 following Amendments were adopted on December 2nd, 1996, by the incorporator without shareholder action and shareholder action was not required.

- ARTICLE I - NAME: The name of the Corporation is hereby Amended to be: EMOCHI XAT HERE, INC.
- ARTICLE V - RESIDENT OFFICE AND AGENTS: The name and address of the registered agent and his address: MARCELO M. AGUDO, ESQ., 501 Brickell Key Drive, Suite 300 Miami, Florida 33131.
- ARTICLE VI - RESIDENT AGENT: The name and address of the Resident Agent upon whom service of process may be made: MARCELO M. AGUDO, ESQ., 501 Brickell Key Drive, Suite 300, Miami, Florida.
- ARTICLE VIII - DIRECTORS AND OFFICERS: The name & address of the Board of Directors and Officers of the Corporation is:
PRESIDENT/DIRECTOR: NORMA C. SANCHEZ
9133 S. W. 6th Street, Miami, Florida 33176
SECRETARY/DIRECTOR: ANDRES A. CAMPILLO
501 Brickell Key Dr. #300, Miami, Florida 33131
- ARTICLE XIII - PRINCIPAL OFFICE AND MAILING ADDRESS: The principal office of this Corporation and its mailing address shall be 501 Brickell Key Drive, Suite 300, Miami, Florida 33131.

Signed this 4th day of December, 1996, at Miami, Dade County, Florida.

Prepared by:
Marcelo M. Agudo, Esq.
501 Brickell Key Dr. # 300
Miami, FL 33131
(305) 372-8883 / FBN. 178436


ANDRES A. CAMPILLO, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING
PERSON UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 607.034, Florida Statutes, the following
is submitted in compliance with said Act:

EMOCNI KAT BRRF, INC., desiring to organize under the laws of
the State of Florida has named MARCELO M. AGUDO, ESQ., whose office
is located at 501 Brickell Key Drive, Suite 300, Miami, Florida
33131, as its agent to accept service of process within the state.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above
stated Corporation, at the place designated in this Certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at
Miami, Dade County, Florida, on this 20th day of December, 1996.


MARCELO M. AGUDO,
Resident Agent

H96000017685