

P97000003781

FILED
97 MAY 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Camberwell Enterprises Inc.
3600 N. State Rd. 7, suite 200 H
Lauderdale lakes, Fl.33319
Ph (954) 733-3333
Fax (954) 733-3920

Division Of Corporations
P.O. Box 6327
Tallahassee, Fl.32314

Sir/Madam,

please find attached request for amendments
to articles of the above named corporation whose document number is P97000003781.

I am requesting that the respective articles be amended;

ARTICLE II - Principal place of business and mailing address. The new address is 3600
N.State Rd. 7, suite 200 H, Lauderdale Lakes, Fl.33319

ARTICLE IV - Agent and street address. The new address is 3600 N. State Rd. 7, suite 200
H. Lauderdale Lakes, Fl. 33319

ARTICLE V Incorporators -Please delete Emmanuel Dubois as an Incorporator and add
Judith Elliott as the secretary.

Sincerely



Errol Elliott

100002154901--8
-04/25/97--01039--021
*****35.00 *****35.00

Amendment
5-13-97
DC

**Camberwell Enterprises Inc.
3500 N. State Rd. 7, Suite 200 H
Lauderdale Lakes, Fl. 33319**

**Florida Department Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Fl.32314**

Re: P97000003781

Madam,

**I am in receipt of your correspondence herein
attached.**

**The article that I seek to amend may be named ARTICLE VI and the intent of the
amendment is to add Errol Elliott as President and Judith Elliott as Secretary.**

Sincerely


Errol Elliott

*Amendment
5-13-97
DC*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1997

ERROL ELLIOTT
CAMBERWELL ENTERPRISES INC.
3500 N. STATE ROAD 7, SUITE 200 H
LAUDERDALE LAKES, FL 33319

SUBJECT: CAMBERWELL ENTERPRISES INC.
Ref. Number: P97000003781

We have received your document for CAMBERWELL ENTERPRISES INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

AN ADDITIONAL ARTICLE MAY BE ADDED TO THE ARTICLES OF INCORPORATION IN ORDER TO ADD OFFICERS AND DIRECTORS TO THE CORPORATION. THE NEXT ARTICLE NUMBER WOULD BE ARTICLE VI.

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) 487-6906.

Darlene Connell
Corporate Specialist

Letter Number: 497A00023311

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 MAY 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Camberwell Enterprises Inc.
(present name)

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

ARTICLE II The Principal Place of business - mailing address
3500 N. State Rd. 7, suite 200H
Lauderdale Lakes, FL. 33319

ARTICLE IV Agent AND Street Address
3500 N. State Rd. 7, suite 200H
Lauderdale Lakes, FL. 33319

ARTICLE V ~~INCORPORATORS~~
~~ERROL ELLIOTT~~
~~JUDITH ELLIOTT (secretary)~~

~~Delete - Emmanuel Dubois~~

ARTICLE VI Secretary
JUDITH ELLIOTT
PRESIDENT
ERROL ELLIOTT

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:

THIRD: The date of each amendment's adoption: March, 1997

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 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.

Signed this 21 day of April, 19 97

Signature Errol Elliott
(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)

ERROL ELLIOTT
Typed or printed name

President
Title