

FEB-10-19 1

EMPIRE CORPORATE

P.01/02

2/10/97

P97000010528

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

4:10 PM

((H97000002417 8))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: G&S EXPRESS INC.

AUDIT NUMBER.....H97000002417

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 2

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:22:51

FILED
97 FEB 11 AM 10:27
TALLAHASSEE, FLORIDA

SH 2/11
Amend.

RECEIVED
FEB 11 AM 8:01

FEB-10-1997 16:45

EMPIRE CORPORATE KIT

P.02/02

H 9700002417

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
G & S EXPRESS, INC.**

②

DOCUMENT NO. F97000010528

PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST:

AMENDMENT ADOPTED:

1 -- THE NEW OFFICERS AND DIRECTORS FOR THIS CORPORATION WILL BE:

**GUILHERME F. VIEIRA
PRESIDENT, SECRETARY & DIRECTOR
SERGIO L. NUNES DE SOUZA
VICE-PRESIDENT, TREASURER & DIRECTOR
PRINCIPAL & MAILING ADDRESS: 245 S.E. 1ST STREET SUITE 333, MIAMI, FL 33131**

FILED
07 FEB 11 AM 10:27
TALLAHASSEE, FLORIDA

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 FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: FEBRUARY 7TH 1997.

FOURTH:

ADOPTIONS OF 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 7TH DAY OF FEBRUARY, 1997.

G & S EXPRESS, INC.

BY: _____

(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

Typed or printed name: GUILHERME FONSECA VIEIRA

Title: DIRECTOR / INCORPORATOR

PREPARED BY:
GUILLERMO UBIETA, JR.
2318 WEST 68TH STREET
HALEAH, FL. 33016
(305)5584514

H 9700002417

P97000010528

FEB-05-1997 10:11

EMPIRE CORPORATE KIT

P 1/83

S

9:57 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000002104 2))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: G.S. EXPRESS INC.

AUDIT NUMBER.....H97000002104

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 3

DEL.METHOD.. FAX

EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM

Connect: 00:03:50

RECEIVED
97 FEB -5 AM 10:23
DIVISION OF CORPORATIONS

*Corporation ✓
Linda*

FILED
97 FEB -5 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H97000002104

3

ARTICLE OF AMENDMENT TO
ARTICLE OF INCORPORATION OF

G.S. EXPRESS INC.

P97000010528

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING
ARTICLE OF INCORPORATION:

FIRST

AMENDMENT ADOPTED:

I— THE NEW NAME FOR THIS CORPORATION WILL BE:
G&S EXPRESS INC.

SECOND

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR
CANCELATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE
AMENDMENT IF NOT CONTAINED THE AMENDMENT ITSELF, ARE AS FOLLO:

THIRD

THE DATE OF EACH AMENDMENT'S ADOPTION: FEBRUARY, 04

1997.

FILED
97 FEB - 5 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PREPARED BY:
B&L Business Legal Inc.
141 NorthEast 3rd Avenue 9th Floor
Miami, FL 33132-2221
Phone (305) 373-6211

H97000002104

H97000002104

FORTH

ADOPTIONS OF AMENDMENTS:

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 04 OF FEBRUARY OF 1997
G.S. EXPRESS-INC.

BY *Guilherme Fonseca Vieira*
(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted
the shareholders)

Typed or printed name: GUILHERME FONSECA VIEIRA
Title: INCORPORADOR

PREPARED BY:
R & L HENDERSON LEGAL, INC.
141 NORTH BART 3RD AVENUE 9TH FLOOR
MIAMI, FLORIDA 33132-2221
TELEPHONE: (305) 373-6211

H97000002104