

Lucky 57, Inc.
3550 Biscayne Blvd.
Suite 404 Miami, FL 33137
Tel. (305) 576-1600
Fax (305) 576-7970

Lucky 57, Inc.

P97000018776

VIA FED EX

December 14, 1998

Division of Corporations
Amendments Section
409 East Gains Street
Tallahassee, FL 32399

600002715266-3
-12/17/98-01124-015
*****35.00 *****35.00

RE: Lucky 57, Inc. Articles Amendment

Dear Amendments Section:

Enclosed please find a check in the amount of \$35.00, along with a return Fed Ex Air Bill for the return of our paperwork.

As per Section 607.1006 please amend Section III of the enclosed Articles of Incorporation for the above referenced to read:

ARTICLE III

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having no par value per share.

If you have any questions, please do not hesitate to call me at the telephone number above.
Thank you for your time and attention

Sincerely,
Margot Swan
Margot Swan, Corporate Secretary

*Amend
1-14-99
AMS*

Enclosures

MS:mrp

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 14 PM 12:24

FILED

COPY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 4, 1999

LUCKY 57, INC.
ATTN: MARGOT SWAN
3550 BISCAYNE BOULEVARD, SUITE 404
MIAMI, FL 33137

SUBJECT: LUCKY 57, INC.
Ref. Number: P97000018776

We have received your document for LUCKY 57, 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 application/form submitted does not meet the requirements of this office; please complete the attached application/form.

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) 487-6957.

Doug Spittler
Document Specialist

Letter Number: 299A00000172

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 14 PM 12: 24

FILED

Lucky 57, Inc.
Ms. Monica R. Pulver
3550 Biscayne Blvd.
Suite 404 Miami, FL 33137
Tel. (305) 576-1600

Lucky 57, Inc.

VIA FAX & MAIL

January 7, 1999

Doug Spitler, Document Specialist
Florida Department of State
Divisions of Corporations
PO Box 6327
Tallahassee, FL 32314
Tel: (850) 487-6957

RE: Lucky 57, Inc. Ref. Number P97000018776

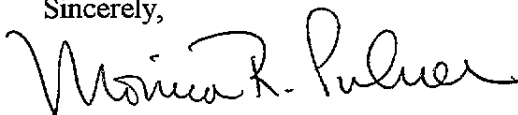
Letter # 299A00000172

Dear Mr. Spitler:

I have enclosed the changes to the articles of incorporation for the above referenced using the form you sent as a guide line.

I have returned everything to you because I am not sure what you do and do not need.
Thank you for your time and attention in this matter.

Sincerely,



Monica R. Pulver, Document Administrator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 14 PM 12:24

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

99 JAN 14 PM 12: 24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Lucky 57, 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 III

The Maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having no par value per share.

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: 1-7-99

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 7th day of January, 1999

Signature Margot Swan
(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)

MARGOT SWAN

Typed or printed name

CORPORATE SECRETARY
Title