

P97000018832

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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: Y.C. THE ROMAN STONE CORP.

AUDIT NUMBER.....H98000000475

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

CERT. COPIES.....0

PAGES..... 3

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Connect: 00:20:17

January 9, 1998

Y.C. THE ROMAN STONE CORP.
7600 NW 27 AVENUE LOT 132
MIAMI, FL 33147

SUBJECT: Y.C. THE ROMAN STONE CORP.
REF: P97000018832

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

- 1 The date of adoption of each amendment must be included in the document.
- 2 If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:
 - (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
 - (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.
- 3 The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

OR

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.
- 4 The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 14, 1998

Y.C. THE ROMAN STONE CORP.
7600 NW 27 AVENUE LOT 132
MIAMI, FL 33147

SUBJECT: Y.C. THE ROMAN STONE CORP.
REF: P97000018832

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.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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. #: H98000000475
Letter Number: 198A00002136

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Y.C. THE ROMAN STONE CORP.

FILED
98 JAN 14 PM 2:22
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to Corporate Resolution No. 1 dated December 18, 1997, the undersigned officer/director of Y.C. THE ROMAN STONE CORP., a corporation organized under the laws of the State of Florida on February 28, 1997, hereby amends the Articles of Incorporation of Y.C. THE ROMAN STONE CORP., as follows:

- *by Corporate Resolution dated December 18, 1997.
1. The name of the corporation shall be changed to: THE ROMAN STONE CORP.
 2. The name change shall be effective as of the date of the filing of this Amendment. The amendment was adopted by the board of Director &
 3. Shareholder action was not required for this change to the Articles of Incorporation.
- IN WITNESS WHEREOF, I have hereunto set my hand and seal at Miami, Dade

County, Florida this 7 day of January, 1998.

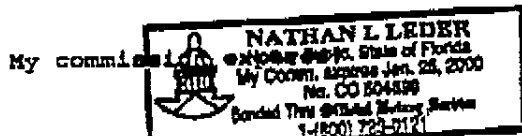
By: [Signature]
Yovani Borrego President / Director

STATE OF FLORIDA)
) SS:
COUNTY OF FLORIDA)

BEFORE ME, the undersigned authority, this day personally appeared Yovani Borrego, as President of Y.C. THE ROMAN STONE CORP., a Florida corporation, who is personally known to me or who produced _____ as identification, and who did not take an oath, to be the individual described in and who executed the foregoing instrument, and that he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, Dade County, Florida this 7 day of January, 1998.

[Signature]
Notary Public, State of Florida
Printed Name: Nathan I. Leder



PREPARED BY: Nathan I. Leder, P.A., 5200 Blue Lagoon Drive, Suite 600, Miami, Florida 33126
Florida Bar #0168606

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CORPORATE RESOLUTION NO. 1

MINUTES OF SPECIAL MEETING OF THE BOARD OF
DIRECTORS OF Y. C. THE ROMAN STONE CORP., HELD
ON DECEMBER 18, 1997, AT 10:00 A.M., AT 7500
N. W. 27th AVENUE, LOT 132, MIAMI, FLORIDA

Yovani Borrego, Chairman of the meeting, called the meeting to
order and Luis Villas, Secretary of the meeting, declared that a
quorum was present, and that the purpose of the meeting was to
discuss the changing of the name of the corporation from Y. C. THE
ROMAN STONE CORP. to THE ROMAN STONE CORP. After much discussion,
it was unanimously decided, as follows:

RESOLVED, that the corporation change its name from Y. C.
THE ROMAN STONE CORP. to THE ROMAN STONE CORP.; and

RESOLVED, that any of the officers of the corporation be
empowered to execute all documents and to do all other
things necessary to effectuate the above resolution.

There being no further business to come before the meeting, it
was, upon motion duly made, recorded and unanimously carried,
adjourned.

[Signature]
Secretary

[Signature]
Chairman

[Signature]
Director

WAIVER OF NOTICE OF MEETING

[Signature]
Director

H98000000475