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September 15, 1998

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-09/21/98--01065--004
*****43.75 *****43.75

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to
South Florida Custom Brokers, Inc.

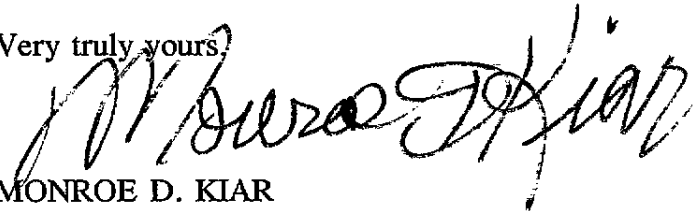
Dear Sir/Madam:

Enclosed herein, please find the Articles of Amendment to **SOUTH FLORIDA CUSTOM BROKERS, INC.**, adding a provision regarding the corporate purpose of the corporation to the Articles of Incorporation. Also enclosed are the Minutes of a Special Meeting authorizing the addition of this provision to the Articles of Incorporation.

Finally, enclosed please find our check for \$43.75 which represents the \$35.00 filing and \$8.75 for a certificate reflecting the addition of the new provision to the Articles of Incorporation.

Thank you for your cooperation in this regards.

Very truly yours,



MONROE D. KIAR

MDK/gmv
enclosures

cc: Mr. Dan Pignato
South Florida Custom Brokers, Inc.

FILED
98 SEP 21 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
9-24-98
cc

**ARTICLES OF AMENDMENT
TO
SOUTH FLORIDA CUSTOM BROKERS, INC.**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, DAMIANO J. PIGNATO and KAREN M. PIGNATO, President and Secretary, respectively, of SOUTH FLORIDA CUSTOM BROKERS, INC., a Florida corporation, do hereby certify that the following amendment to the Articles of Incorporation of SOUTH FLORIDA CUSTOM BROKERS, INC. was approved by the stockholders of said corporation on the 17th day of September, 1998.

AMENDMENT

The new article to be added shall be as follows and shall be effective as of the date of the filing of the Articles of Amendment with the Florida Department of State:

Article 6: PURPOSE: The corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to, the business of providing U.S. Customs brokerage services, and all services related thereto, to companies and individuals.

IN WITNESS WHEREOF, the undersigned have set their hands and caused the seal of the Corporation to be affixed hereto.

Dated at Davie, Broward County, Florida, this 17th day of September, 1998.

SOUTH FLORIDA CUSTOM BROKERS, INC.

BY: 

DAMIANO J. PIGNATO
As President

SEAL: _____

ATTEST: _____

BY: 

KAREN M. PIGNATO
As Secretary

FILED
98 SEP 21 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF BROWARD

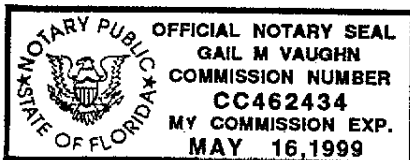
The foregoing Articles of Amendment was acknowledged before me this 17th day of September, 1998, by **DAMIANO J. PIGNATO** and **KAREN M. PIGNATO**, as President and Secretary, respectively, of **SOUTH FLORIDA CUSTOM BROKERS, INC.**, who are personally known to me.

Gail M. Vaughn
Notary Public, State of Florida
at Large

GAIL M. VAUGHN

Type, Print, Sign Name

My Commission Expires:



MINUTES OF SPECIAL MEETING
OF THE STOCKHOLDERS AND BOARD OF DIRECTORS
OF
SOUTH FLORIDA CUSTOM BROKERS, INC.

The special meeting of the Stockholders and Board of Directors of the above-captioned Corporation was held at 9:00 A.M., on the 17th day of September, 1998, at Davie, Florida, for the purpose of amending the Articles of Incorporation.

The meeting was called to order by the President and a motion was made to amend the Articles of Incorporation to add a new Article setting forth the corporate purpose of South Florida Custom Brokers, Inc.

After discussion, upon motion duly made, seconded and carried, it was

RESOLVED that the Articles of Incorporation shall be amended to add a new article as follows:

Article 6: PURPOSE: The corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to, the business of providing U.S. Customs brokerage services, and all services related thereto, to companies and individuals.

RESOLVED that the President and such other officers as he may designate are hereby authorized, empowered and directed to take any and all action necessary or desirable to amend the Articles of Incorporation to reflect the new Article 6.

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


KAREN M. PIGNATO, Secretary

APPROVED:


DAMIANO J. PIGNATO, President