

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8877 • 1-800-42-8063 • Fax: (850) 222-1222

P 97000042666

Omni Trading
Enterprises, Inc

100002372881--8
-12/16/97-01036-012
*****35.00 *****35.00

- Part of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED
97 DEC 16 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 DEC 16 AM 9:59
DIVISION OF CORPORATION

[Handwritten Signature]

Signature _____

Requested by: AS Date: 12/16 Time: 9:37

Name _____ Will Pick Up _____

Walk-In _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 16, 1997

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: OMNI TRADING ENTERPRISES, INC.
Ref. Number: P97000042666

We have received your document for OMNI TRADING 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):

If shareholder approval was not required, a statement to that effect must be contained in the document.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 397A00059120

97 DEC 17 AM 10:18
DEPARTMENT OF CORPORATION

RECEIVED

Corrected

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION
OF
OMNI TRADING ENTERPRISES, INC.**

OMNI TRADING ENTERPRISES, INC., a Florida corporation, under its corporate seal and hand of its Board of Directors hereby certifies that:

As there are no members entitled to vote on the following amendment, and shareholder approval was not required, the Board of Directors of said corporation, at a meeting called and held on May 30, 1997, adopted the following Amendment to the Articles of Incorporation of OMNI TRADING ENTERPRISES, INC:

BE IT RESOLVED by the Board of Directors of OMNI TRADING ENTERPRISES, INC., that the same deem it advisable and hereby declare it to be advisable that Articles VI and VIII of the Certificate of Incorporation be amended as of May 30, 1997 so as to read as follows:

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97 DEC 16 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
Address of Corporation

The address of the principal place of business of this corporation in the State of Florida is:

Omni Trading Enterprises, Inc.
2140 Hibiscus Circle
North Miami, Florida 33181

The Board of Directors may from time to time move the principal office(s) and/or principal place of business to any other address

ARTICLE VIII
Officers and Director(s) of the Corporation

This corporation shall have not less than one director. The names and street addresses of the officers and Board of Directors of this corporation, who, subject to this Articles of Incorporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified are:

<u>NAME/TITLE</u>	<u>ADDRESS</u>
Betty Walker/President/Director	15700 Biscayne Blvd., N. Miami, FL 33160
James Martin/V. President/Director	15700 Biscayne Blvd., N. Miami, FL 33160
Melvia B. Walker/Secretary/Director	15700 Biscayne Blvd., N. Miami, FL 33160
Retha Boone/Asst. Secretary/Director	15700 Biscayne Blvd., N. Miami, FL 33160
Ronald Roberts/Treasurer/Director	15700 Biscayne Blvd., N. Miami, FL 33160

The resignation of GLORIA HOUTZ was accepted and she is deleted as a director of this corporation.

These changes are to be effective immediately.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and its corporate seal to be affixed and attested by its Secretary, this 15th day of December, 1997.

SEAL

OMNI TRADING ENTERPRISES, INC.

BY: 

BETTY WALKER, President/Director

ATTEST:

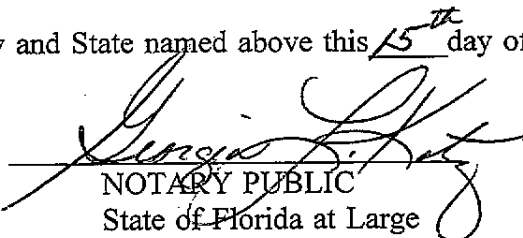

MELVIA B. WALKER, Secretary

STATE OF FLORIDA
SS
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared BETTY WALKER and MELVIA B. WALKER who, being first duly sworn, deposes and says that the foregoing Certificate of Amendment of Articles of Incorporation has been duly signed by them, and they produced valid Florida driver's license as identification this 15 day of December, 1997.

WITNESS my hand and seal in the County and State named above this 15th day of December, 1997.

My commission expires:


NOTARY PUBLIC
State of Florida at Large

OFFICIAL NOTARY SEAL
GEORGIA L. KATZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC370579
MY COMMISSION EXP. JUNE 26, 1998

*Omni Trading Enterprises, Inc.
2140 Hibiscus Circle
North Miami, Florida 33181*

Board of Directors Meeting
Friday, May 30, 1997

Members present:

Gloria Houtz
James Martin
Ronald Roberts
Betty Walker
Melvia B. Walker
Retha Boone

On Friday, May 30, 1997 at 7:00 p.m. the Board of Directors meeting took place at Denny's Restaurant on 122nd Street and Biscayne Boulevard, North Miami, Florida.

The minutes of the last meeting were read and accepted as presented.

The next item of business was the acceptance of the resignation of the Interim Director, Ms. Gloria Houtz, who had advised Ms. Walker that she would be unable to continue on the board due to health problems. At that point, she submitted her letter of resignation as Interim Director.

After Ms. Houtz's resignation, Mr. Martin requested that the prepared slate of proposed officers be presented to the body for discussion. After some discussion, Mr. Martin made a motion that the proposed slate as submitted be voted on:

President	-----	Betty Walker
Vice-President	-----	James Martin
Secretary	-----	Melvia B. Walker
Asst. Secretary	-----	Retha Boone
Treasurer	-----	Ronald Roberts

This motion was seconded by Retha Boone. After the motion was approved, the election was held and the slate of officers was accepted. It was also agreed that the officers would serve for a period of three years.

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Board of Directors Meeting
May 30, 1997

After the election, the new president, Betty Walker, offered a brief report to the members. It was reported to the members that the corporation had been formed and that the identified ventures were all being actively pursued. The identified ventures were:

- (a) a barbecue/steak restaurant
- (b) an import/export seafood market
- (c) a real estate investment in St. Louis, MO.

Ms. Betty Walker also informed the group that Melvia Walker had just returned from Jamaica, regarding contracts for the seafood market, and that there was a trip planned to St. Louis, Missouri, regarding a real estate development project near the airport in St. Louis.

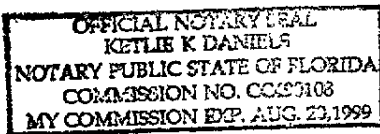
After a brief question and answer period, the business of the corporation was completed.

It was then moved by Mr. Roberts and seconded by Ms. Boone that the meeting be adjourned. There being no further business, the meeting was adjourned.

Melvia B. Walker
Melvia B. Walker, Secretary

SWORN AND SUBSCRIBED BEFORE THIS 22ND DAY OF SEPTEMBER, 1997.

Kellie K. Daniels
NOTARY PUBLIC - KETLIE K. DANIELS



AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME personally appeared BETTY WALKER, who after being duly sworn deposes and says:

1. That I am the president and director of OMNI TRADING ENTERPRISES, INC. and have been the only president of OMNI TRADING ENTERPRISES, INC.

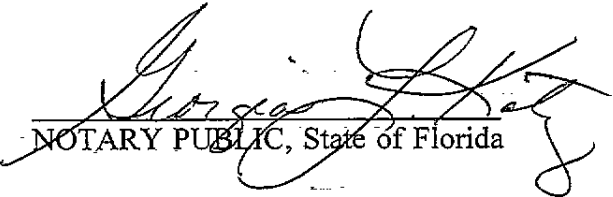
2. That I am the sole stockholder of OMNI TRADING ENTERPRISES, INC.

FURTHER AFFIANT SAYETH NAUGHT.


BETTY WALKER

SWORN TO AND SUBSCRIBED before me this 22nd day of September, 1997.
Affiant is personally known to me or produced _____ as identification.

My commission expires:


NOTARY PUBLIC, State of Florida

