ACCOUNT NO.

072100000032

REFERENCE

038136 80690A

AUTHORIZATION

COST LIMIT : \$ PPD

ORDER DATE: November 19, 1998

ORDER TIME :

1:57 PM

ORDER NO. : 038136-005

CUSTOMER NO:

80690A

CUSTOMER: Robert G. Breier, Esq

Breier And Seif, P.a.

Suite 1125

2800 Ponce De Leon Boulevard

Coral Gables, FL 33134

DOMESTIC AMENDMENT FILING

NAME:

BOR, INC.

EFFICTIVE DATE:

*****43.75 *****43.75

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

___ PLĄIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

Law Offices BREIER AND SEIF, P.A.

SUITE 1125

2800 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33134-6912
TELEPHONE (305) 445-0707

TELEPHONE (305) 445-0707 FACSIMILE (305) 445-2728 West Palm Beach Office 515 NORTH FLAGLER DRIVE NORTHBRIDGE CENTRE, SUITE 910

WEST PALM BEACH, FL 33401-4325

TELEPHONE (561) 659-7005

ROBERT G. BREIER EVAN D. SEIF ALISON P. HERMAN ADAM J. SILVERMAN Of Counsel

DARYL B. CRAMER

November 13, 1998

Division of Corporations 409 E. Gaines Street Old Jail Tallahassee. Florida 32399

Re: Name change--BOR, Inc. to B & B International Brokers, Inc.

Gentlemen:

Enclosed herewith is the proposed First Amendment to the Articles of Incorporation for BOR, Inc., together with a check in the amount of \$43.75 in payment of the requisite fee. Please file this immediately after filing the name change from the company known as BOR, Inc. to B & B International Brokers, Inc.

Upon approval, kindly return a certified copy of the said charter to me, a photostatic copy of which is enclosed for said purpose.

Thank you for your early attention to the foregoing.

RÓBERT G. BREIER

Very truly yours,

RGB:mr Enclosures Check \$43.75

K:\CLIENTS.A-B\BRANDON.ROB\MISC\SEC-AMEN.LTR

FIRST AMENDMENT TO THE ARTICLES OF INCORPORATION

The undersigned, being the sole Stockholder of BOR, INC., a Florida corporation, does hereby manifest the intention that ARTICLE I of the Articles of Incorporation of BOR, INC., filed in the office of the Secretary of State of Florida on July 9, 1997, be amended, effective November 4, 1998, so that ARTICLE I of the Articles of Incorporation shall now read and provide as follows:

ARTICLE I

CORPORATE NAME

The name of the corporation shall be:

B & B INTERNATIONAL BROKERS, INC.

This First Amendment was adopted by the Stockholder on October 31, 1998

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 31 day of October, 1998.

President

MARIANNE BRANDON Secretary

TRUST, Stockholde

ROBERT A. BRANDON, Trustee

I, MARIANNE BRANDON, hereby certify that the ROBERT A. BRANDON REVOCABLE LIVING TRUST, ROBERT A. BRANDON, Trustee, is the sole Stockholder of -Page 1 of 3-

| BOR, INC., and this proposed Amendment was approved by the Stockholders of BOR, INC., | |
|--|--|
| at a meeting held October 3!, 1998. | |
| The second secon | harrame Brand. |
| MA | RIANNE BRANDON, Secretary of BOR, INC. |
| STATE OF FLORIDA)) SS. | |
| COUNTY OF MIAMI-DADE) | |
| Before me personally appeared MARIA | NNE BRANDON, Secretary of BOR, INC., (|
| personally known or () who produced | as identification and known to be the |
| person who executed the foregoing as such Sec | retary and she acknowledged that she executed |
| the same for the purpose therein expressed and | the statements herein contained are true. |
| WITNESS my hand and official seal in t | he County and State last aforesaid this 3/ day |
| of October, 1998. | TARY DIVINI State of Florida at Laura |
| My Commission Expires: | TARY PUBLIC, State of Florida at Large Printed Name Of Notary: Of Notary: OFFICIAL NOTARY SEAL OFFICIAL NOTARY S |
| STATE OF FLORIDA) SS. COUNTY OF MIAMI-DADE) | |
| Before me personally appeared ROBER | TA. BRANDON, President, and Trustee of the |
| sole Stockholder, ROBERT A. BRANDON R | EVOCABLE LIVING TRUST, (personally |
| known or () who produced a | s identification and known to be the person who |

executed the foregoing as such President, and as Stockholder, and he acknowledged that he executed the same for the purpose therein expressed and the statements herein contained are true.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of October, 1998.

My Commission Expires:

NOTARY/PUBLIC, State of Florida at Large

Printed Name Of Notary:___

OFFICIAL NOTARY SEAL

JOSEPH P BRENNAN

COMMISSION NUMBER

CC 679333

MY COMMISSION EXPIRES
SEPT 30,2001

K:\CLIENTS.A-B\BRANDON.ROB\MISC\BOR-INC.1AM