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K.P.S. ENTERPRISES, CORP.
6601 COWPEN RD. C-105
MIAMI LAKES, FL. 33014

100002820071--4
-03/26/99-01082-002
*****35.00 *****35.00

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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TALLAHASSEE, FLORIDA

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

MAR 29 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
K.P.S. ENTERPRISES, CORP.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006 , Florida Statutes, the
Undersigned Corporation adopts the following Articles of Amendment to
its Articles of Incorporation:

RESOLVED that:

FIRST The following shall be removed as President, Vice President
Treasurer, Secretary, and Director of the aforementioned
Corporation:

Exequiel Valdivia
3560 E. 8 th. CT.
Hialeah, Fl. 33013

SECOND The following individual shall be the new President, Vice
President, Treasurer, Secretary and Director of the afore-
Mentioned corporation:

Jorge F. Schneider
6601 Cowpen Rd. C-105
Miami Lakes, Fl. 33014

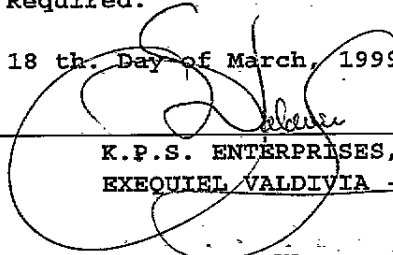
THIRD The date of the Amendment's adoption is March 18 th. 1999

FOURTH The new appointed president will take responsibility of all
The actions and duties from previous years and continued
With his duties as the law requires.

FIFTH The Amendment was adopted by the Board of Directors without
The shareholders action and shareholders action was not
Required.

Signed this 18 th. Day of March, 1999

Signature


K.P.S. ENTERPRISES, CORP.
EXEQUIEL VALDIVIA - PRESIDENT/DIRECTOR