

P97000076117

FA-GYB U.S.A. INC

TRANSMITAL

August 27th, 1998

TO: Department of State
Division of Corporations
P.O. Box # 6327
Tallahassee, FL 32314

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-09/14/98--01099--007

*****87.50 *****87.50

FROM: FA-GYB U.S.A., INC

Please find enclosed two (2) copies of Articles of Amendment to Articles of Incorporation of FAGYB U.S.A., INC., and a check in the amount of \$87.50 to cover filing fees and certificate of amendment.

Please return the following as proof of filing:

XXXX ☒ Plain Stamped copy

XXXX ☒ Certificate of Amendment

Contact Person: Jairo Emiliani

Tel:(305) 662-7419 Fax:(305) 667-7748 Email: Jemilve@aol.com

Mailing Address: 8370 SW 65th Ave Suite #2 Miami FL 33143

FILED
98 SEP 14 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM
KCB
9/18

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FA-GYB USA , INC**

FILED
98 SEP 14 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST: AMENDMENT ADOPTED:
ARTICLE V.-
CAPITAL STOCK:**

- a).- The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$1.00 par value.
- b).- At all meetings of the stockholders, the common stockholders shall be entitled to cast one vote for each share of common stock owned, that a common stockholder is interested in a matter to be voted upon shall not disqualify him/her from voting thereon.
- c).- Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested in the holders of the outstanding common stock.
- d).-Shares of capital stock of this corporation shall be issued initially to the following in the amount set opposite their names:

Inversiones Gomez y Bonilla, S en C. 1,000 Shares @\$1.00 par value
\$1,000.00
- e).- Shares held by the initial shareholder(s) listed above, may not be resold or otherwise transferred to others unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold, shall be further specified by written agreement among all the shareholders and this corporation.

SECOND:

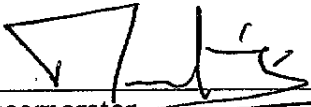
The date of this amendment adoption is : August 27th, 1998

THIRD:

The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 27th day of the month of August 1998.-

Signature


Incorporator

Nestor J. Gomez

Typed or printed name

President

Title