

# P98000009357

LAW OFFICES

*Mariano M. Solé*

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MIAMI, FLORIDA 33126

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July 18, 2002

Secretary of State  
Corporate Division  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Warehouse Cellular, Inc.

600006553696--7  
-07/22/02--01063--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find original and one copy of the Articles of Amendment of the above referenced, showing an address change to Flamingo Broker, 6701 North West 84th Avenue, Miami, Florida, amending Article VIII to show that the Board of Directors is now occupied by only one director, Roberto Yamin, that the secretary will be Ada Perez Villegas and that the registered agent will now be Mariano Sole.

Also enclosed is the Acceptance of Registered Agent in reference to this entity, a check in the amount of \$ 35.00 to cover filing fees and a self-addressed, stamped envelope for your convenience in returning a confirmed copy of said articles.

Thank you for your cooperation in this matter.

Sincerely,

  
Mariano Solé

MS/as

Enclosures (As noted)

FILED  
02 JUL 22 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

T BROWN JUL 29 2002

**ARTICLES OF AMENDMENT**  
**WAREHOUSE CELLULAR, INC.**

FILED  
02 JUL 22 AM 11:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The holder of the majority of the shares of WAREHOUSE CELLULAR, INC. pursuant to Fla.Stat. Section 607.1006, files this Articles of Amendment and states:

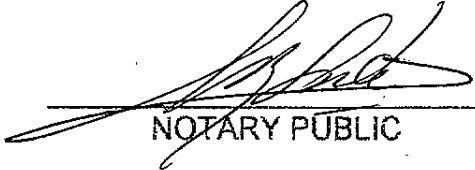
- 1) That WAREHOUSE CELLULAR, INC. from hereinafter referred to as the Corporation, is a Florida corporation, under Charter P98000009357, authorized to do business and doing business in Dade County, Florida.
- 2) That a shareholder's meeting was held on June 28, 2002, and a resolution was approved to amend the articles of incorporation and subsequent amendments, and the following resolutions were adopted:
- 3) That ARTICLE VI is amended in that the principal address of the corporation is now:  
FLAMINGO BROKER, 6701 N.W. 84th Avenue Miami FL.  
phone: 305 436 7777, fax: 305 402 9670
- 4) That ARTICLE VIII is amended in that the Board of Directors is now occupied by only one director: Roberto Yamin. Said director shall occupy his office indefinitely until removed by the majority of the shareholders, resignation, incapacity or death.
- 5) That the office of Secretary will now be occupied by Ada Perez Villegas
- 6) That the Registered Agent is substituted by Dr. MARIANO SOLE, and the Registered Agent address will be: OCEAN BANK BUILDING.  
Cod: 33126 SUITE 341, 782 N.W. 42nd  
AVENUE, MIAMI FLORIDA.
- 7) That the number of votes cast in order to approve this amendment is sufficient for the approval of this amendment.
- 8) The undersigned represents the majority of the outstanding and approved shares of the corporation.

  
\_\_\_\_\_  
Roberto Yamin, President

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, the undersigned authority personally appeared Roberto Yamin, who presented CI: 3188938, as identification showing to be the person who PASA P V0467841 executed the foregoing Articles of Amendment on the 12 day of July 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



Mariano Sole  
MY COMMISSION # DD096850 EXPIRES  
April 12, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

This instrument prepared by:  
Mariano M. Soie, Esq.  
782 NW 42<sup>nd</sup>, Suite 341  
Miami, FL 33126

**ACCEPTANCE OF REGISTERED AGENT**

Pursuant to articles of amendment dated July 12, 2002, **MARIANO SOLE** was nominated to be the registered agent of **WAREHOUSE CELLULAR, INC.** The new registered office was chosen being it the legal offices of the new registered agent to-wit: Ocean Bank Building, 782 North West 42nd Avenue, Suite 341, Miami, Florida 33126.

DATED this 12 day of July, 2002.

I hereby accept the position of registered agent for **WAREHOUSE CELLULAR, INC.**

BY:

  
\_\_\_\_\_  
MARIANO SOLE, ESQ.

SWORN TO AND SUBSCRIBED before me this \_\_\_\_ day of July, 2002.

My Commission Expires:

BY:

\_\_\_\_\_  
NOTARY PUBLIC