

LINDA M. SMITH

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P98000010699

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BAL HARBOUR, FLORIDA 33154

TELEPHONE (305) 866-6434
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October 30, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Amendment Section

100002677491--8

-11/02/98--01033--001

Re: DINAMAZZA HOLDINGS, INC.

*****87.50 *****43.75

Dear sir or madam:

Please find enclosed one (1) original and one (1) copy of Articles of Amendment for the above-named corporation. In addition, I enclose my trust account check in the amount of \$87.50 which represents your filing and certified copy fees.

Please file the original of the enclosed Articles of Amendment and return a stamped copy and a certified copy to me in the enclosed stamped return envelope.

Your prompt attention to this matter is greatly appreciated.

Very truly yours,

Linda M. Smith
Linda M. Smith

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

LMS:gdw

Enc.

P98000010699
4/25 Amend
11-20-98
*Out copy



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 5, 1998

LINDA SMITH
P.O. BOX 546702
BAL HARBOUR, FL 33154

SUBJECT: DINAMAZZA HOLDINGS INC.
Ref. Number: P98000010699

We have received your document for DINAMAZZA HOLDINGS INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 098A0005394

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
of
DINAMAZZA HOLDINGS, INC.

The Articles of Incorporation of DINAMAZZA HOLDINGS, INC., a Florida corporation, filed with the Florida Department of State on February 3, 1993 under Document Number P98000010699, are hereby amended in the following particulars:

1. Article IV. shall be amended to read as follows:

Article IV

Officers and Directors

(a) Number. The board of directors shall consist of one (1) person. The number of directors may be increased or decreased from time to time by an amendment of the bylaws of the corporation, in the manner provided by law, but shall never be less than one.

(b) Officers and Director. The name and street address of the officers and board of directors of this corporation are as follows:

Name	Address
(P/D) Diren Kesavalu-Chetty	190 N.E. 199 Street, Suite 102 North Miami Beach, FL 33179
(VP) Leonarda Siggia	190 N.E. 199 Street, Suite 102 North Miami Beach, FL 33179
(T) Igor Omerhodzic	500 Bayview Drive, Suite 2130 North Miami Beach, FL 33160

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and

LINDA M. SMITH, ESQ.
FLORIDA BAR NO 289310
11900 BISCAYNE BLVD., SUITE 200
MIAMI, FL 33181

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Amendment
Dinamazza Holdings, Inc.
October , 1998
Page two

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to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

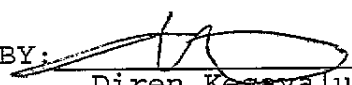
(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

2. This amendment is made by the sole director of the corporation at a board of directors meeting held on October 27, 1998.

3. In all other respects, the Articles of Incorporation shall remain in full force and effect.

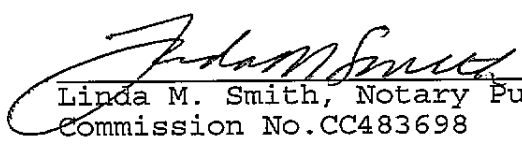
DINAMAZZA HOLDINGS, INC.

BY:


Diren Kesavalu-Chetty, Director

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 13 day of November, 1998 by Diren Kesavalu-Chetty, Director of Dinamazza Holdings, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me and did not take an oath.


Linda M. Smith, Notary Public
Commission No. CC483698

My commission expires:



LINDA M. SMITH
MY COMMISSION # CC483698 EXPIRES
August 27, 1999
BONDED THRU TROY FAIN INSURANCE, INC.