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To:

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: (954)424-7239

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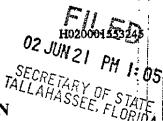
BASIC AMENDMENT

ALL AMERICAN EQUIPMENT CORP.

Certificate of Status	0
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Page Count	03
Estimated Charge	\$43.75

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ALL AMERICAN EQUIPMENT CORP.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006. FLORIDA STATUES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED,

> CHANGE ARTICLE II- ADDRESS: TO CHANGE THE ADDRESS OF THE CORPORATION FROM 1200 DANBURY AVENUE DAVIE, FL 33325 TO 2350 NW 96 AVENUE MIAMI, FL 33172.

CHANGE ARTICLEV- REGISTERED AGENT: TO REMOVE IVON GALLO AS REGISTERED AGENT AND ADD ALFREDO SCHWARZ AS REGISTERED AGENT.

CHANGE ARTICLE VI-VII-DIRECTORS: TO REMOVE IVON GALLO AS PRESIDENT 1200 DANBURY AVENUE DAVIE, FL 33325 AND ADD ALFREDO SCHWARZ AS PRESIDENT AND ILSE JUDITH SCHWARZ AS VICEPRESIDENT 2350 NW 96 AVENUE MIAMI, FL 33172.

SECOND: IF AN AMENDMENTS PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE

AMENDMENT IF NOT CONTAINED IN THE AMENDMENT

ITSELF, ARE ASFOLLOWS:

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION 06/20/02

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FOURTH:	ADOPTION OF AMENDMENT(S) (CHECK ONE)	•
X	THE AMENDMENT(S) WAS/WERE ADOPTED BY THE	
	INCORPORATES WITHOUT SHAREHOLDER ACTION AND	
•	SHAREHOLDER ACTION WAS NOT REQUIRED.	
	THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD	
	OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND	
	SHAREHOLDER ACTION WAS NOT REQUIRED.	
******	THE AMENDMENT(S) WAS/WERE APPROVED BY THE	
•	SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE	
	AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL.	
	THE AMENDMENT(S) WAS/WERE APPROVED BY THE	
1	SHAREHOLDERS THROUGH VOTING GROUPS.	
,	SHIREHOUSE FOIL FOIL FOIL FOIL FOIL FOIL FOIL FOIL	
	THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.	, .
	ER OF VOTES CAST FOR AMENDMENT(S) WAS/WERE F FOR APPROVAL BY	
	BYPRESIDENT/INCORPORATOR	
SIGNED TH	IS <u>20</u> DAY OF <u>JUNE</u> , 2002	

ALL AMERICAN EQUIPMENT CORP. P98000039258 04/30/1998

IVON GALLO PRESIDENT

D 0

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Lieving been named REGISTERED AGENT, I hereby accept the appointment and agree to set in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as REGISTERED AGENT.

ALFREDO SCHWARZ

2350 NW 96 AVENUE MIAMI, FL 33172

ALL AMBRICAN EQUIPMENT CORP. P98000039258 04/30/1998

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