

**P98000258164**

**Florida Department of State**

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**To:**

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**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**BASIC AMENDMENT**

**PERCEPTUAL RESEARCH, INC.**

Certificate of Status	0
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TALLAHASSEE, FLORIDA  
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July 30, 1999

PERCEPTUAL RESEARCH, INC.  
8260 WEST FLAGLER STREET  
SUITE 1D  
MIAMI, FL 33144

SUBJECT: PERCEPTUAL RESEARCH, INC.  
REF: P98000058164

*Atty. Darlene Connell*  
*Please file w/*  
*Original date of*  
*Receipt (as per*  
*conversation*  
*w/ Maria)*  
*7/29/99*

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell

FAX Aud. #: H99000018836

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AMENDED ARTICLES OF INCORPORATION

OF

PERCEPTUAL RESEARCH, INC.

The undersigned hereby presents these Amended Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be BELEAF, INC., and may be located in any county in the State of Florida. The principal office of the business is presently located at 8260 West Flagler Street, #1D, Miami, Florida 33144.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

MAURICIO J. RODINO, shall be removed as Vice President, Secretary, Director, and Stockholder. CAMILO MIGUEL, JR. shall be the only officer and sole stockholder listed. He will assume the offices of Secretary and Treasurer.

All other provisions of the corporation filed June 30, 1998 under Corporation Document No. P98000058164 are hereby ratified, approved and confirmed as if fully set forth herein.

The foregoing amendments were approved and adopted on July 14, 1999 at a duly constituted meeting of the corporation by the consent of all of the shareholders of record and the vote was unanimous by the shareholders holding all of the authorized, issued and outstanding shares of the corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this corporation, on this 14<sup>th</sup> day of July, 1999.

  
CAMILO MIGUEL JR.

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA )  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 14 day of July, 1999,  
by CAMILO MIGUEL, JR., President, who is personally known to me or who produced  
as personal identification and who did take an oath.

MY COMMISSION EXPIRES:



[Signature]  
NOTARY PUBLIC, STATE OF FLORIDA  
Kevin L. Hagen  
Printed Notary Name

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