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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

TOM'S WORLD, INC.

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ILLUSION OF CORRECT ALIGNMENT

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H01000171003

**Articles of Amendment
to
Articles of Incorporation
of**

4

TOM'S WORLD, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P98000072345

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered," "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

PLEASE SEE ATTACHED EXHIBIT "A"

SECRETARY OF STATE
TALLAHASSEE
FLORIDA

FILED

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

№7000177003

The date of each amendment(s) adoption: JUNE 28, 2007

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

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 adopted by the incorporators without shareholder action and shareholder action was not required.

Signature

Thomas N. Whitehurst, Jr.

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

THOMAS N. WHITEHURST, JR.

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35

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EXHIBIT "A"

ARTICLE VI - PRINCIPAL OFFICE

DELETE: 9701 Hammocks Blvd. No. 201A, Miami, FL 33196

ADD: 9364 SW 56th Street, Miami, FL 33156

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

DELETE: 9701 Hammocks Blvd. No. 201A, Miami, FL 33196

ADD: 5975 Sunset Drive, Suite 503, South Miami, FL 33143

DELETE: THOMAS N. WHITEHURST, JR, as Registered Agent

ADD: ANA MARIA ANGULO, as Registered Agent

I, Ana Maria Angulo, hereby accept the designation of Registered Agent of the Corporation.

Ana Maria Angulo

ARTICLE IX - DIRECTORS

DELETE: THOMAS N. WHITEHURST JR of 9701 Hammocks Blvd., #201A, Miami, FL 33196
THOMAS N. WHITEHURST, SR. of 6191 SW 110th Avenue, Miami, FL 33173

ADD: MIRIAM PROTELA of 9364 SW 56th Street, Miami, FL 33156

ARTICLE X - OFFICERS

DELETE: President: THOMAS N. WHITEHURST JR of 9701 Hammocks Blvd., #201A, Miami, FL 33196
Vice-President and Secretary/Treasurer: THOMAS N. WHITEHURST, SR. of 6191 SW 110th Avenue, Miami, FL 33173

ADD: President; Secretary/Treasurer: MIRIAM PORTELA, 9364 SW 56th Street, Miami, FL 33156

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