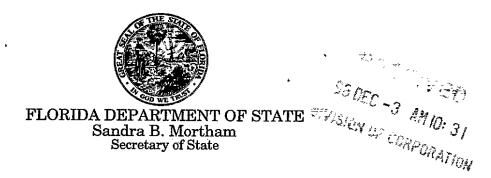
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December 1, 1998

LAZARUS CORPORATE FILING SERVICE, INC. TALLAHASSEE, FL

We have received your document for TED'S MOTORS CORP. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 898A00056825



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

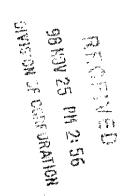
November 24, 1998

LAZARUS CORPORATE FILING SERVICE, INC.

TALLAHASSEE, FL

SUBJECT: TED'S MOTORS CORP.

Ref. Number: P98000092411



We have received your document for TED'S MOTORS CORP. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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 incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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) 487-6903.

Cheryl Coulliette Document Specialist

Letter Number: 498A00056279

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF



TED'S MOTORS CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted)

ARTICLE I-NAME:

The new name of the corporation shall be is:

TED'S MENDOZA SERVICES INC.

. ARTICLE IV- REGISTERED AGENT AND STREET ADDRESS:

The new name and address of the

registered agent is: _

ALEJANDRO MONTAGNA 751 E. Okeechobee Rd. Hialeah, Florida, 33010.-

ARTICLE VI-DIRECTOR (S):

The new name(s) and address(es) of the DIRECTOR T(s) to these Articles of incorporation is(are):

ALEJANDRO MONTAGNA - President ROBERTO MONTAGNA - Vice/President 751 East Okeechobee Road, Hialeah, Florida, 33010.-

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

3 Y

HIRD: 1	The date of each amendment's adoption: November 20, 1998
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
· 🛚	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
; 0	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	gned this 20 day of NOVEMBER
	(By the Chargean or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareborders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ROBERTO MONTAGNA
	Typed or printed name
	· ·
	President,
	Title

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: TED'S MOTORS CORP.				
ì he i	name and address of the registered agent and office is:			
	ALEJANDRO MONTAGA			
	(NAME)			
	751 E. OKEECHOBEE RD.			
	(P.O. BOX <u>NOT</u> ACCEPTABLE)			
	HIALEAH, FL 33010			
	(CITY/STATE/ZIP)			

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS RECISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS LEGISTERED AGENT.

SIGNATURE

11/20/98

REGISTERED AGENT FILING FEE: \$35.00