Division of Corporations Public Access System Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000012142 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: (850)922-4000

From:

Account Name : ACE INDUSTRIES, INC.

Account Number: 070744001530 Phone: (305)358-2571

Fax Number : (305)358-7832

99 MAY 21 PM 12: 46
SECRETARY OF STATE

BASIC AMENDMENT

1374 SOUTH VENETIAN CORP.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

Page 1 of 2

D1 /1

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 20, 1999

1374 SOUTH VENETIAN CORP. 1374 SOUTH VENETIAN WAY MIAMI BEACE, FL 33139

SUBJECT: 1374 SOUTH VENETIAN CORP.

REF: P99000001234

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 document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

ALSO, PLEASE GIVE THE ENTIRE NAME OF THE PERSON SIGNING.

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) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H99000012142 Letter Number: 099A00027973

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

H99-	12!	14	\Box

1374 SOUTH VENETIAN CORP.

	(PRESENT NAME OF CORPORATION)
Pursuant to to of amendme	he provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles nts to its' articles of incorporation:
FIRST:	Amendment(s) adopted: Indicate article number(s) being amended, added or deleted. ARTICLE VI: PRESIDENT SHALL BE: PHILLIPE DE MONTPEYROUX
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:
	AFCRE TO
THIRD:	The date of each amendment's adoption: 05/19/99
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
团	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.
♬	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)
σ	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
0	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
Sig	ned this 19th day of MAY, 1999. SIGNATURE:
	(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholdent)
H99 - \	2142
TYPED O	R PRINTED NAME: MICHEL LORQUOT
	RESIDENT
Pro	epared by Ace Industries, 54 NW 11* ST., MIAMI, FL 33136 • 305-358-2571