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LAZARUS CORPORATE FILING SERVICE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. EXXEL TECHNOLOGIES, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Herb authorized
to change word
registered to
principal in
art II. LFS 12/10/01

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
FOR
EXXEL TECHNOLOGIES, INC.

FILED
01 DEC 10 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXXEL TECHNOLOGIES, a Corporation of the State of FLORIDA whose registered office is located at 25 SE. 2nd AVENUE, MIAMI FL 33122, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said Corporation called for the purpose of amending the Articles of Incorporation, and held on December 3, 2001 it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that **Articles IV & VIII of the Articles of Incorporation** are to be amended to read as follows:

ARTICLE IV - REGISTERED OFFICE & AGENT

The street address of the ^{/principal} registered office of this Corporation is 7620 NW. 25th Street, Bay # 3, Miami Florida 33122. The name of the registered agent of this Corporation is Adolfo E. Iglesias, residing at 13501 SW. 128th Street, Suite # 208, Miami Florida 33186

ARTICLE VI - DIRECTORS & OFFICERS

The officer of this Corporation shall be as follows:

President: JUAN CARLOS DE LA ROSA
3849 NE. 169th STREET

APT.# 210
NORTH MIAMI BEACH, FLORIDA 33160

Treasurer: ANDRES CAMPOS-CERVERA BOLLER
7620 NW. 25th STREET
MIAMI, FLORIDA 33122

Secretary: ANDRES CAMPOS-CERVERA BOLLER
7620 NW. 25th STREET
MIAMI, FLORIDA 33122

The number of votes cast by the shareholders was sufficient for approval.

This amendment was adopted on December 03, 2001.

Signed on December 03, 2001

Signature

Juan Carlos De La Rosa
Printed Name

President
Title

Signature

Andres Campos-Cervera Boller
Printed Name

Treasurer/ Secretary

Title

Having been named as registered agent and to accept services of
Process for the above stated corporation, I hereby accept the appointment
As registered agent and agree to act in this capacity. I further agree with
The provisions of all statutes relative to the proper and complete
Performance of my duties, and I am familiar with and accept the obligation
Of my position as registered agent.

Signature

Adolfo E. Iglesias

Adolfo E. Iglesias

Printed Name

Registered Agent

Title

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TALLAHASSEE, FLORIDA