

Division of Corporations

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P 99000015824

Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

**Division of Corporations
Fax Number : (850) 922-4000**

From:

**Account Name : L & I GALLO, INC.
Account Number : 112177003150
Phone : (954) 424-7239
Fax Number : (954) 472-9280**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

99 AUG -5 PM 3:30

FILED

BASIC AMENDMENT

J.B. XTRA, INC.

**REC'D
99 AUG -5 PM 2:59
DIVISION OF CORPORATIONS**

**AMEND
10/6
8-6**



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 4, 1999

J.B. XTRA, INC.
1421 NE 163RD
MIAMI, FL 33162

SUBJECT: J.B. XTRA, INC.
REF: P99000015824

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.

Please retain the last page of the document ACCEPTING THE OFFICES OF INCORPORATOR for your records.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must also contain the address of the registered agent which must be at a Florida street address.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H99000017437
Letter Number: 999A00039597

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

J.B. XTRA, INC.

H99000017437
FILED
AUG - 5 PM 3:30
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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,

CHANGE ARTICLE V, VI, : TO REMOVE MEIR BEN SIMON
AS REGISTERED AGENT, DIRECTOR AND PRESIDENT OF
THE CORPORATION, AND REPLACE WITH ZAIS BEN SIMON.

SECOND: IF AN AMENDMENTS 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:

THIRD: THE DATE OF EACH AMENDMENT'S ADOPTION 01/02/99

FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)

 X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE
INCORPORATES WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.

 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 APPROVED BY THE
SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE
AMENDMENT(S) WAS/WERE SUFFICIENT FOR APPROVAL.

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THE AMENDMENT(S) WAS/WERE APPROVED BY THE
SHAREHOLDERS THROUGH VOTING GROUPS.

THE NUMBER OF VOTES CAST FOR AMENDMENT(S) WAS/WERE
SUFFICIENT FOR APPROVAL BY MEIR BEN SIMON
(VOTING GROUP), INCORPORATOR, PRESIDENT

SIGNED THIS 16 DAY OF JULY, 1999

BY

Meir Ben Simon
INCORPORATOR

MEIR BEN SIMON
INCORPORATOR

H99000017437

From : L&I GALLO

PHONE No. : 3054729280

Aug. 05 1999 2:43PM P05

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J.B. XTRA, INC.
1421 NE 163RD STREET
MIAMI, FL 33162

I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR J.B. XTRA, INC.



ZAIS BEN SIMON
1421 NE 163RD STREET
MIAMI, FL 33162

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