

999000026974  
TRANSMITTAL LETTER

NOVEMBER 01<sup>ST</sup> 1999

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FL. 32314

400003030814--8  
-11/01/99-01095--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: RAINBOW INFORMATICA CELL CORPORATION  
CORPORATE DIRECTOR CHANGE AMENDMENT

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE AMMENDMENT TO  
THE ARTICLES OF INCORPORATION AND A CHECK FOR: \$35.00 FILING FEE  
& CERTIFICATE.

FROM: RAINBOW INFORMATICA CELL CORPORATION  
8201 NORTH WEST 66<sup>TH</sup> STREET  
SUITE 3  
MIAMI, FLORIDA 33166

99 NOV - 1 AM 11:10  
FILED  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

999000026974  
308 11-1-99  
Amend

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF:  
RAINBOW INFORMATICA CELL CORPORATION**

**P99000026974**

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:  
AMENDMENT ADOPTED:**

1 - THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION IS:

**ROSINEI GRACA**  
PRESIDENT, SECRETARY, DIRECTOR & REGISTERED AGENT

**VERA L. MUNYON**  
VICE-PRESIDENT, TREASURER & DIRECTOR

**PRINCIPAL & MAILING ADDRESS:**  
8045 NORTH WEST 36<sup>TH</sup> STREET SUITE 542 MIAMI, FLORIDA 33166

**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 FOLLOW:


**THIRD:**  
THE DATE OF EACH AMENDMENT'S ADOPTION: **OCTOBER 21<sup>ST</sup> 1999.**

**FOURTH:**  
**ADOPTIONS OF AMENDMENTS:**  
 X  THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR 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 THE APPROVAL.  
     THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.  
(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING 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)

SIGNED THIS 21<sup>ST</sup> DAY OF **OCTOBER 1999**

**RAINBOW INFORMATICA CELL CORPORATION**

BY:   
(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)  
Typed or printed name: **ROSINEI GRACA**  
Title: **INCORPORATOR \ DIRECTOR**

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:  
RAINBOW INFORMATICA CELL CORPORATION  
PREPARED BY: GUILLERMO UBIETA, JR.  
8051 NORTH WEST 36<sup>TH</sup> STREET SUITE 600 MIAMI, FL. 33166 (305) 597-4511

SECRETARY OF STATE  
MILWAUKEE, WISCONSIN  
99 NOV - 1 AM 11:29  
**FILED**

**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT RAINBOW INFORMATICA CELL CORPORATION DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS APPOINTED **ROSINEI GRACA FDL#G620-720-54-634-0 EXP. 04/14/04** AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF RAINBOW INFORMATICA CELL CORPORATION TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF REGISTERED AGENT FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 21<sup>ST</sup> DAY OF OCTOBER, 1999.

  
**ROSINEI GRACA**  
Registered Agent

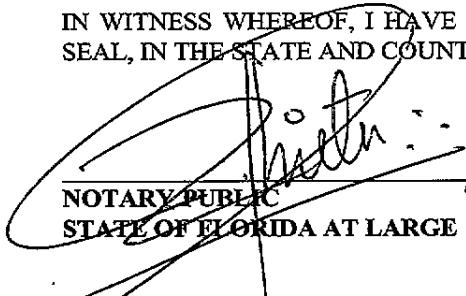
8045 NORTH WEST 36<sup>TH</sup> STREET SUITE 542 MIAMI, FLORIDA 33166

STATE OF FLORIDA )  
                                  )  
COUNTY OF DADE )

99 NOV - 1 AM 11:19  
**FILED**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED **ROSINEI GRACA**, FLORIDA, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID THIS 21<sup>ST</sup> DAY OF OCTOBER, 1999.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

**OFFICIAL NOTARY SEAL**  
**GUILLERMO M UBIETA**  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC548860  
MY COMMISSION EXP. APR 21, 2000

My commission expires:

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:  
RAINBOW INFORMATICA CELL CORPORATION  
PREPARED BY: GUILLERMO UBIETA, JR.  
8051 NORTH WEST 36<sup>TH</sup> STREET SUITE 600 MIAMI, FL. 33166 (305) 597-4511