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-06/30/99--01057--011

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OFFICE USE ONLY

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

1. TOTAL EMPLOYMENT SERVICES, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)



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NEW FILINGS	
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<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

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

FILED  
99 JUN 30 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Amend

Examiner's Initials

FILED

99 JUN 30 PM 12: 51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

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***TOTAL EMPLOYMENT SERVICES, INC.***

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(present name)

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

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

**AMENDMENT ARTICLE V:**

The street address of the registered office and principal place of business of this corporation is:

1614 SW 1 ST.  
Miami, FL. 33135

**AMENDMENT ARTICLE VI:**

This corporation shall have as directors those persons who are designated in this Article below. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than One (1) nor more than Five (5). The name(s) and address(es) of the director(s) of this corporation are:

<b>NAME</b>	<b>ADDRESS</b>
<b>Regla Ponce</b>	<b>1614 SW 1 ST. Miami, FL. 33135</b>
<b>Argelio Cruz</b>	<b>115 W 38th ST. Hialeah, FL. 33012</b>
<b>Mario Lorenzo Echevarria</b>	<b>P.O. Box 4631 Hallandale, FL. 33008</b>
<b>Vicente Pedro Rodriguez</b>	<b>115 W. 38th ST. Hialeah, FL. 33012</b>

**AMENDMENT ARTICLE VII:**

The names and addresses of the Officers who are to conduct the business of this corporation until those elected at the first election are as follows:

		<u>Shares</u>
<b>President:</b>	<b>Regla Ponce</b>	<b>34%</b>
<b>Vice-President:</b>	<b>Argelio Cruz</b>	<b>16%</b>
<b>Treasurer:</b>	<b>Mario Lorenzo Echevarria</b>	<b>33%</b>
<b>Secretary:</b>	<b>Vicente Pedro Rodriguez</b>	<b>17%</b>

**AMENDMENT ARTICLE IX:**

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms, and give the Board of Directors thirty (30) days in which to place it with the stockholders. At the expiration of this thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholder shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 24 day of June, 1999.

  
**REGLA PONCE**  
**Incorporator**

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

**THIRD:** The date of each amendment's adoption: June 24th of 1999.

**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.

☐ 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.

Signed this 24th day of June, 1999.

Signature Regla Ponce  
(By the Chairman or Vice Chairman of the Board Directors,  
President or other officer it adopted by the shareholders)

OR

(By a director if adopted by the director(s))

OR

(By and incorporator if adopted by the incorporator(s))

**REGLA PONCE**

Typed of printed name

**PRESIDENT**

Title