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01 JAN 31 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LAZARUS CORPORATE FILING SERVICE

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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

1. FREDDYLU CORP.

(Corporation Name)

(Document #)

300003617263--0

-01/31/01--01027--015

2.

(Corporation Name)

(Document #)

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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input 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

COULLIETTE JAN 31 2001

Examiner's Initials

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

FREDDYLU CORP.
(Present name)

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TALLAHASSEE, FLORIDA**

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: (indicated articles number(s) being amended, added
Or deleted)

ARTICLE VIII: DIRECTORS

(DELETE) YAMILEXYX HECHAVARRIA
3400 NW 135TH STREET
OPA LOCKA, FL 33054

ORLANDO VICTORERO shall remain as PRESIDENT of mentioned corporation.

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, is as follows:

ARTIVLE IX:

SHALL BE READ AS FOLLOWS:

ORLANDO VICTORERO 100% SHARES

THIRD: The date of each amendment's adoption: 01/29/00

FOURTH: Adoption of Amendment(s) (check one)

The amendment(s) was/were adopted by the incorporation 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.

X The amendment(s) was/were approved by the shareholders. The number of votes
Cast for the amendment(s) was/were sufficient for approval.

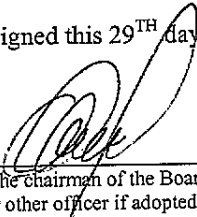
 The amendment (s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each 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)

Signed this 29TH day of January, 2001

Signature 
(By the chairman of the Board of Directors,
President or other officer if adopted by the shareholder's)

OR

(By a director if adopted by the directors)

OR

(By an incorporation if adopted by the incorporations)

ORLANDO VICTORERO
Typed or printed name

VICE-PRESIDENT/DIRECTOR/INCORPORATOR
Title