

JUL -08 04 (TH)

P99000032409

Division of Corporations

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax and it number (shown below) on the top and bottom of all pages of the document.

((H04000109612 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0380

From: Account Name : RITTER, RITTER & ZARETSKY
Account Number : I20010000015
Phone : (305)372-0933
Fax Number : (305)372-0836 or 305-675-6315

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUL -8 PM 4:19

FILED

RECEIVED
04 JUL -8 AM 11:34
DIVISION OF CORPORATION

BASIC AMENDMENT
VENETIA ASSOCIATES, INC.

| | |
|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$52.50 |

Electronic Filing Menu

Corporate Filing

Public Access Help

Please return acknowledgement to
B. Willen, CIA
Certified Legal Assistant Fax: 305-675-6315
Thank you.

((H04000109612 3))

Articles of Amendment
to
Articles of Incorporation
of

FILED
04 JUL -8 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VENETIA ASSOCIATES, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P99000032409

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE VI. entitled Officers & Directors is hereby further amended in accordance with the attached Minutes of the Special Meeting of Stockholders dated March 15, 2004, that Enzo Lilli is from that day forward until he resigns or is replaced or otherwise ceases to be, now recognized as the Vice President and Director of the Corporation in the place and stead of Luciana Germinara.

For purposes of the records of the corporation and the Secretary of State, Division of Corporation, Mr. Enzo Lilli's address is: 555 N. E. 15 Street, Suite 100, Miami, Florida 33132

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

((H04000109612 3))

((H04000109612 3))

The date of each amendment(s) adoption: March 15, 2004

Effective date if applicable: March 15, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 24 day of May, 2004

Signature *Roberto Graiano*

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

ROBERTO GRAZIANO, President and Director
(Typed or printed name of person signing)

President and Director
(Title of person signing)

((H04000109612 3))

(((B04000109612 3)))

VENETIA ASSOCIATES, INC.

MINUTES OF SPECIAL MEETING OF STOCKHOLDERS

A special meeting of the stockholders of the above Corporation was duly called and held at the offices in 555 N.E. 15 Street s/100 , in the City of Miami, State of Florida , on March 15, 2004 at 10:00 o'clock a .m.

The meeting was called to order by Mr. Roberto Graziano, the President of the Corporation, also acting as the Secretary of the Corporation, who kept the records of the meeting and its proceedings and Mrs. Luciana Cerminara, the Director/Vice President.

The Secretary noted that a quorum of stockholders were present in person or were represented by proxy, the aggregate amount was representing more than 75% of the outstanding stock entitled to vote on the resolution proposed at the meeting.

The Secretary reported that the following stockholders were present in person: Mr. Roberto Graziano: 70% of the Shares; and that the following stockholders were represented by proxy: Mr. Filippo Graziano: 30% of the Shares.

The Secretary presented and read a waiver of notice of the meeting signed by each stockholder entitled to notice of the meeting, said waiver of notice was ordered to be filed with the minutes of the meeting.

On motion duly made and seconded, and after due deliberation, the following resolution was voted upon:

The Corporation accepts the resignation filed by Mrs. Luciana Cerminara and thanks her for the services rendered up to date; the President proposes to appoint Mr. Enzo Lilli as the successor Vice-President and Director of the Corporation.

The Secretary reported that all the shareholders of common stock had been voted in favor of the foregoing resolution and no shares of common stock had been voted against the resolution, said vote representing 100% of the outstanding shares entitled to vote thereon.

The President thereupon declared that the resolution had been duly adopted. There being no further business, upon motion, the meeting is adjourned.

A True Record

Attested by

Secretary



(((B04000109612 3)))