

P99000036426

J & C Offices
200 NW 12th Ave
Miami FL 33128

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-09/12/00--01091--002
*****35.00 *****35.00

RECEIVED

00 AUG 30 AM 10:15

DIVISION OF CORPORATIONS

FILED
00 SEP 12 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. PAYNE SEP 13 2000

Amend



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 30, 2000

J & C Offices
200 NW 12th Ave.
Miami, FL 33128

SUBJECT: COOL RUNNING, INC.
Ref. Number: P99000036426

We have received your document for COOL RUNNING, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

You have indicated that the amendment was adopted by the shareholders and also that it was adopted by the directors without shareholder action and that shareholder action was not required. Please choose one manner of adoption.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 100A00046453

RECEIVED
00 SEP 12 AM 9:34
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
TO
COOL RUNNING, INC**

FILED
00 SEP 12 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to the articles of incorporation.

FIRST: Amendment (s) adopted. Indicate article number (s) being amended, added or deleted

**ARTICLE VII. DIRECTORS
AMENDED**

VICTOR MACIAS. PRESIDENT
400 NW 44TH AVE MIAMI FL 33126
REMOVED.

FILE AS FOLLOW:

TOMAS GONZALEZ. PRESIDENT.
ADDRESS: 400 NW 44TH AVE MIAMI FL 33126.

**REGISTERED AGENT
AMENDED**

VICTOR MACIAS. REGISTERED AGENT
400 NW 44TH AVE MIAMI FL 33126
REMOVED

FILE AS FOLLOW:

TOMAS GONZALEZ. REGISTERED AGENT
ADDRESS: 400 NW 44TH AVE MIAMI FL 33126.

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

THIRD: The date of each amendment's adoption August 23, 2000

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

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

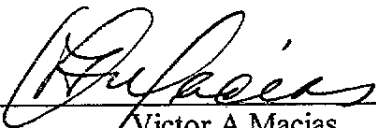
___ The amendment (s) was/were approved by shareholders through voting groups.

The number of votes cast for the amendment (s) was/were sufficient for approval by
BOARD OF DIRECTORS (VOTING GROUP)

xxx The amendment (s) was/were adopted by the board of directors without shareholders action
and shareholder action was not required.

___ The amendment was/were adopted by the incorporates without shareholders action and
shareholders action was not required.

Signed



Victor A Macias
Exiting President, and Registered Agent.

**HAVING BEEN NAMED AS PRESIDENT, AND REGISTERED AGENT AND TO
ACCEPT SERVICES OF PROCESS FOR THE STATE CORPORATION AT THE
PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE
APPOINTMENT AS PRESIDENT, VICE PRESIDENT AND REGISTERED AGENT
AND AGREE TO ACT IN THIS CAPACITY.**

Signed



Tomas Gonzalez
New President, & Registered Agent of
COOL RUNNING, INC.

DATE

8/25/00

COOL RUNNING, INC.

Signed before me, Carlos F. Molina, Notary Public of the state of Florida
on this 25 day of Aug, 20 00.

