

P99000037838

AMERILAWYER®

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343 ALMERIA AVENUE

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CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

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00 OCT 17 PM 5:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

100003427831--6

-10/17/00--01042--028

****350.00 ****35.00

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

1. Empire Distribution, Inc. P99000037838
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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Certified Copy



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Photocopy



Certificate of Status

RECEIVED
00 OCT 17 PM 2:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<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

Examiner's Initials

ADP
10/18/00

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EMPIRE DISTRIBUTION, INC.

FILED
00 OCT 17 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	John T. Barontini
Secretary:	Robert Tischler, III
Treasurer:	Kimberly Field

SECOND: Article 5 shall be amended to state:

President:	John T. Barontini
Treasurer:	Kimberly Field

whose addresses shall be the same as the principal address of the Corporation.

THIRD: The date of the adoption of this amendment is the 7 August 2000.



SPIEGEL & UTRERA, P.A.
L A W Y E R S

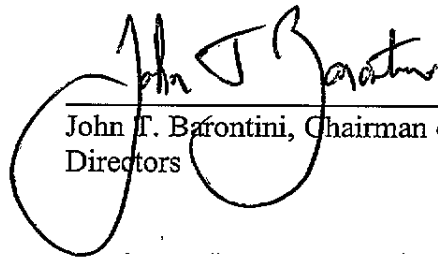
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343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

FOURTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

FIFTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 7 August 2000.



John T. Barontini, Chairman of the Board of
Directors



SPIEGEL & UTRERA, P.A.
LAWYERS

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