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June 25, 1999

FILED  
99 JUN 30 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Latin Catalogs, Inc.  
Change of Address on Articles of Incorporation

Dear Clerk:

Enclosed please find Articles of Amendment to Articles of Incorporation of Latin Catalogs, Inc. Also enclosed is a check for \$43.75 (\$35.00 filing fee and \$8.75 for a certified copy of the amendment).

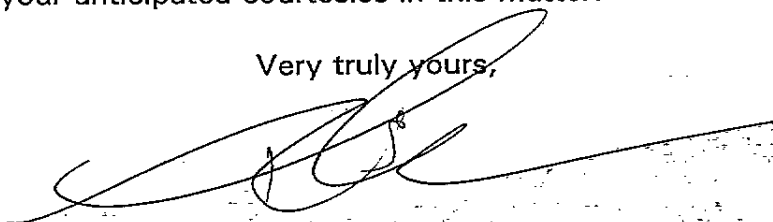
Please send the certified copy directly to my client:

Randall J. Acocelli  
5544 NW 124<sup>th</sup> Avenue  
Coral Springs, FL 33076  
(954) 227-2756

600002919906--8  
-06/30/99--01074--017  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Thank you for your anticipated courtesies in this matter.

Very truly yours,



ROBERT S. NORELL, ESQ.

RSN/jt

cc: Randall J. Acocelli

*Amend*

V. SHEPARD JUL 6 1999

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

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TALLAHASSEE, FLORIDA

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**Latin Catalogs, Inc.**

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(present name)

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

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

Article III, corporate address to be amended to:

5544 N.W. 124<sup>th</sup> Avenue  
Coral Springs, FL 33076

Article VII, address of directors to be amended to:

5544 N.W. 124<sup>th</sup> Avenue  
Coral Springs, FL 33076

**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, are as follows:

**THIRD:** The date of each amendment's adoption: June 19, 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 19<sup>th</sup> day of JUNE, 19 99.

Signature

Randy AC.  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Randall Acocelli

Typed or printed name

Director

Title