

P99000049993

**MICHELL**  
CONSULTING GROUP

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2002 MAY 14 PM 12:15

May 9, 2002

Department of State  
Divisions of Corporations  
Corporate Filings - Amendments Department  
409 East Gaines Street  
Tallahassee, FL 32399

400005509624--8  
-05/14/02--01070--006  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Attention: Mrs. Karen Gibson

Dear Mrs. Gibson:

SUBJECT: REMOVAL OF CORPORATE DIRECTOR

I am enclosing the Articles of Amendment to Articles of Incorporation for Michell Consulting Group, Inc. for the purpose of removing one of the directors that resigned effective March 29, 2002. Our document number is P99000049993 and our FEI number is 650923729. I would greatly appreciate it if this request could be expedited. Please call me should you have any questions. I may be contacted at 305-588-4049.

Ricardo J. Michell

AUTHORIZATION BY PHONE TO

CORRECT

DATE 05-15-02

BY DC

Name of  
person signing  
Title of  
person signing

Respectfully yours,

Carlos A. Llado

Carlos A. Llado  
V.P. Michell Consulting Group, Inc.  
cllado@michellgroup.com

Enclosure (1)

cl/cll

Amendment

05-15-02

DC

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
2002 MAY 14 PM 12:15

MICHELL CONSULTING GROUP, Inc.

3545 N.W. 115 AVENUE - MIAMI, FL 33178

(present name)

P99000049993

(Document Number of Corporation (If known))

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)

Please remove Mr. Roberto Fernandez as a director of  
Michell Consulting Group, Inc. Mr. Fernandez resigned on  
March 29, 2002 and is no longer employed or associated  
with Michell Consulting Group, Inc.

Carla L. Hall

V.P. Michell Consulting Group, Inc.

**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:

March 29, 2002

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 29 day of March, 2002.

Signature

Carlos A. Llado - V.P. McCell Consulting Group, Inc.  
(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)

Carlos A. Llado

(Typed or printed name)

Vic-President

(Title)