May-01-00 02:17P Fernand Lamothe C.A.

P-02

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Florida Department of State

Division of Corporations Public Access System Katherine Harris. Secretary of State

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(((H00000020808 2)))

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To:

Division of Corporations

Fax Number : (850) 922-4000 ...

From:

Account Name : FERNAND LAMOTHE, INC.

Account Number: 105057001570 : (954)768-9548 Phone Fax Number : (954)768-9775

BASIC AMENDMENT

SWINVEST MANAGEMENT INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35,00

FLORIDA DEPARTMENT

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 1, 2000

SWINVEST MANAGEMENT INC. 721 SE 17TH STREET FORT LAUDERDALE, FL 33316

SUBJECT: SWINVEST MANAGEMENT INC.

REF: P99000089930

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H00000020808 Letter Number: 300A00024022



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 28, 2000

SWINVEST MANAGEMENT INC. 721 SE 17TH STREET FORT LAUDERDALE, FL 33316

SUBJECT: SWINVEST MANAGEMENT INC.

REF: P99000089930

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PART FOURTH OF THE AMENDMENT MUST BE COMPLETED. SINCE AN INCORPORATOR SIGNS, THE LAST BOX SHOULD BE MARKED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H00000020808 Letter Number: 200A00023392

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



SWINVEST MANAGEMENT INC.

(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 I - NAME

The name of the corporation shall be `CHADWELL MANAGEMENT INC.`

ARTICLE VI- INCORPORATOR

The name and street address of the incorporator to these Articles of incorporation is:

Fernand Lamothe Chartered Accountant 721 S.E. 17th Street, Fort Lauderdale, Florida, 33316

The Corporation shall have TWO (2) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the Directors are, M. Sami Abi Nader, President, Cornet Chehwan-Bayada, (Abi Nader Building) Lebanon and M. Walid Chartouni, Secretary, 304 Avenue Louise, Boite # 5, 1050, Bruxelles, Belgique

The undersigned has executed these Articles of Incorporation this 10 th day of April, 2000

ernand Lamothe, Incorporator

FERNAND LAMOTHE CHARTERED ACCOUNTANT 721 S.E. 17th STREET, SUITE 200 FORT LAUDERDALE, FL 33316 (954) 768-9548

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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: April, 10, 2000 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 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 X and shareholder action was not required. Signature or fice Chairman of the House 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) FERNAND LAMOTHE Typed or printed name INCORPORATOR

Title