

P99000104396

Rellys ENTERPRISE INC.
1560 WASHINGTON AVE
MIAMI BEACH, FL 33139

800004494648--3
-07/25/01--01017--006
*****113.75 *****43.75

Office Use Only

306-738-7466
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
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DIVISION OF CORPORATIONS
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- Walk in Pick up time _____ Certified Copy
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NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Amend.

V. SHEPARD AUG 9 2001

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2001

ARLLYS ENTERPRISE INC.
1560 WASHINGTON AVE.
MIAMI BEACH, FL 33139

SUBJECT: ARLLYS ENTERPRISE INC.
Ref. Number: P99000104396

We have received your document for ARLLYS ENTERPRISE INC. and your check(s) totaling \$113.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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) 245-6909.

Velma Shepard
Corporate Specialist

Letter Number: 101A00044240

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DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 AUG -8 PM 2:51

ARLLYS ENTERPRISE INC.

(present name)

P 99000104396

(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)

No AMENDMENT TO Article 1-4.

SEE ATTACHED DOCUMENTATION for Amendment V.

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:

No AMENDMENT TO No. of SHARE

SEE ATTACHED AMENDMENT.

THIRD: The date of each amendment's adoption: 07-19-01

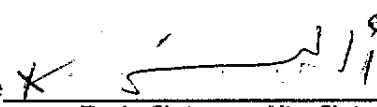
FOURTH: Adoption of Amendment(s). (CHECK ONE)

- 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 day of JULY, 2001

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

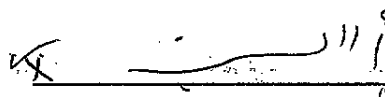
OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ARELLY P. BAQUEDANO
(Typed or printed name)

 INCORPORATOR, PRESIDENT
(Title)

The following designations and changes are to be made as amended by the Amendments to the Corporation:

Article V- Name of Incorporator shall stay the same.

The president of the Corporation is to be:

Helal Sibai
1560 Washington Ave.
Miami Beach, Fl 33139

The Secretary to the Corporation is to be:

Helal Sibai
Et.al. in the above

Whereas, all rights and official corporate rights and records will exist in the above named person elected by the corporate minutes, officers and directors and in the order of the Amended Articles of the Article V of the Articles of Incorporation.