

590496

BLAIR M. JOHNSON, P.A.

ATTORNEY AT LAW

P. O. BOX 770496

425 S. DILLARD STREET

WINTER GARDEN, FLORIDA 34777-0496

(407) 656-5521

FAX (407) 656-0305

November 8, 2001

FEDERAL EXPRESS
Department Of State
Division Of Corporation
Attention: Amendment Division
The Capitol
409 East Gaines Street
Tallahassee, Florida 32399

300004674683--7
-11/09/01--01072--003
*****35.00 *****35.00

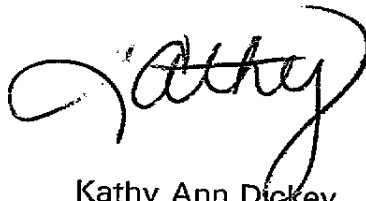
re: C & M And Son, Inc.

Dear Reader:

Enclosed for filing is the original of the Articles Of Amendments and a copy of the executed Special Action By Consent. Also enclosed is a check in the amount of **\$35.00** representing payment of the filing fee. Please file the original Articles Of Amendment changing the officers and directors of **C & M And Son, Inc.** and return a filing receipt to the undersigned in the enclosed self-addressed stamped envelope.

Thank you for your courtesies in this matter.

Sincerely,



Kathy Ann Dickey
Legal Secretary to
Blair M. Johnson, Esquire

FILED
01 NOV -9 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

kad

Enclosures

cc: C & M And Son, Inc.

Amend

T BROWN NOV 14 2001

4

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
C & M AND SON, INC.**

FILED
01 NOV -9 PM 3: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**TO: Department Of State
Tallahassee, Florida 32304**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles Of Amendment to its Articles Of Incorporation:

1. The name of the corporation is **C & M AND SON, INC.**
2. The Board Of Directors and the Shareholders have approved this Amendment To The Articles Of Incorporation on ***November 8, 2001***, in the manner prescribed by the Florida General Corporation Act. The amendment is as follows:

The new Officers of ***C & M AND SON, INC.*** are as follows:

President	CARLOS GOMES, JR.
Secretary	CARLOS GOMES, SR.
Treasurer	CARLOS GOMES, SR.

The new Board Of Directors of ***C & M AND SON, INC.*** are as follows:

CARLOS GOMES, JR.
CARLOS GOMES, SR.

4. The designation and number of outstanding shares of each class entitled to vote on the Amendment To The Articles Of Incorporation as a class were as follows:

Class	Number of Shares
Common Voting	500

5. The number of shares voted in favor of such amendment was 500; and the number of shares voted against such amendment was 0.

C & M AND SON, INC.

BY: *Carlos Gomes*
CARLOS GOMES, SR. as President

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared **CARLOS GOMES, SR.**, to me known to be the person described as President of **C & M AND SON, INC.** and who executed the foregoing Amendment Articles Of Amendment To The Articles Of Incorporation Of **C & M AND SON, INC.** and acknowledged before me that he subscribed to these Articles on **November 8, 2001.**

Blair M. Johnson
Notary Public
My commission expires:



**SHAREHOLDERS AND BOARD OF DIRECTORS ACTION BY CONSENT
IN LIEU OF SPECIAL MEETING OF SHAREHOLDERS
AND SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
C & M AND SON, INC.**

The undersigned, being all of the Shareholders and all of the members of the Board Of Directors of **C & M AND SON, INC.**, hereby consent to and take the following action in lieu of a special meeting of Shareholders and special meeting of the Directors of the Corporation and instruct the Secretary of the Corporation to enter this Certificate in the minutes of the proceedings of the Corporation.

1. The Shareholders and Directors hereby waive all notice of the special meeting as required by the By-Laws and Florida Law.

2. The Board Of Directors hereby appoint the following new Board of Directors of **C & M AND SON, INC.**:

CARLOS GOMES, JR.
CARLOS GOMES, SR.


4. The Board Of Directors hereby appoint the following new officers of **C & M AND SON, INC.**:

President	CARLOS GOMES, JR.
Secretary	CARLOS GOMES, SR.
Treasurer	CARLOS GOMES, SR.

Execution of this Certificate by the undersigned, being all of the Shareholders and all of the members of the Board Of Directors, pursuant to Section 607.0704 and Section 607.0821 of the Florida Statutes and the subsequent insertion of this Certificate in the minute book of the Corporation, prior to the taking of the action authorized by this Corporation, waives any requirements of a formal meeting of the Shareholders or Board Of Directors to conduct the business referred to herein.

Dated this 8th day of November, 2001.


CARLOS GOMES, SR. - Director/Shareholder


MARIA GOMES - Director/Shareholder