

WILLIAM C. ERICKSON
ACCOUNTANT

619727

500 FIFTH AVENUE SOUTH
SUITE 524
NAPLES, FLORIDA 34102
(941) 263-2810
FAX (941) 262-5155

April 28, 1999

Division of Corporations
P O BOX 8327
Tallahassee, FL 32314

RE: Overseas Development Corp.
Ref Number 619727

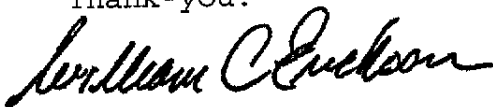
Change of Board of Directors

We are the accounting firm for Overseas Development Corp. and on this date, we are assisting them in the preparation of an Amendment to the Articles of Incorporation.

Therefore, enclosed please find an amendment to Article VI to change the directors of the board.

If you need any further information; please feel free to contact us at the numbers above.

Thank-you.



William C. Erickson

WCE/vt

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*****35.00 *****35.00

*Amend
5-14-99
BTR*

FILED
99 MAY -7 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

OVERSEAS DEVELOPMENT CORP.

(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)*

AMEND ARTICLE VI - Board of Directors

Please Remove: Roger Carvallo and Stamatia Carvallo

Please Add: Thierry Carvallo

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: December 31, 1998

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 31st day of December, 19 98

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)

Roger Carvalho

Typed or printed name

Vice-President / I

Title