



P00000039409

ACCOUNT NO. : 072100000032
REFERENCE : 165405 4301772
AUTHORIZATION :
COST LIMIT : \$ 43.75

FILED
01 MAY 30 PM 4: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 29, 2001
ORDER TIME : 2:03 PM
ORDER NO. : 165405-010
CUSTOMER NO: 4301772

400004326714--1

CUSTOMER: Mr. S. Pat Castellar
Pavia & Harcourt
600 Madison Avenue
12th Floor
New York, NY 10022

FILED
2001 MAY 29 PM 3: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TO ALLIED LEGISLATIVE
SUFFICIENCY OF FILING

DOMESTIC AMENDMENT FILING

NAME: PALM COAST EQUINE CENTER CORP.

*****FILE 2ND*****

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

N.C.

XX CERTIFIED COPY

COULLENTE MAY 30 2001

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS: _____

LASSERGUT FARMS USA, INC.
600 Madison Avenue, 12th Floor
New York, New York 10022


May 30, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
01 MAY 30 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

I, Mario Gazzola, President of LASSERGUT FARMS USA, INC., a corporation duly organized and existing under the laws of the State of Florida, (the "Corporation"), do not intend to revoke the Corporation's dissolution filed with the Secretary of State.



Mario Gazzola, President

Sworn to before me this
30th day of May, 2001


SEGISMUNDO CASTELLAR
Notary Public, State of New York
No. 01645982224
Qualified in Queens County
Certificate Filed in New York County
Commission Expires Aug. 22, 2002

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PALM COAST EQUINE CENTER CORP.

(present name)

FILED
01 MAY 30 PM 4: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)*

DELETED:

FIRST: The corporate name for the corporation (hereinafter called the "Corporation" is:

PALM COAST EQUINE CENTER CORP.

ADDED:

FIRST: The corporate name for the corporation (hereinafter called the "Corporation" is:

LASSERGUT FARMS USA, 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: April 20, 2001

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 30th day of April, 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)

Mario Gazzola

Typed or printed name

Vice President/Secretary

Title