

P 26477

TRANSMITTAL LETTER

FILED

02 MAY 16 PM 1:16

TO: Amendment Section  
Division of Corporations

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: OSA International, Inc.  
(Name of corporation)

DOCUMENT NUMBER: P26477

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James A. Marino  
(Name of person)

James A. Marino, P.C.  
(Name of firm/company)

5521 N. Cumberland Ave., Suite 1109  
(Address)

Chicago, IL 60656  
(City/state and zip code)

For further information concerning this matter, please call:

James A. Marino at ( 773 ) 775-0707  
(Name of person) (Area code & daytime telephone number)

800005555648--6  
-05/16/02-01073--024  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

PS 7/18/02  
NC

OK TO BACK UP TO ORIGINAL COPY OF SUBMISSION

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)


**FILED**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**  
**02 MAY 16 PM 1:16**

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

- 1. On Stage Audio Corporation  
(Name of corporation as it appears on the records of the Department of State)
- 2. State of Illinois  
(Incorporated under laws of)
- 3. 10/17/89  
(Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

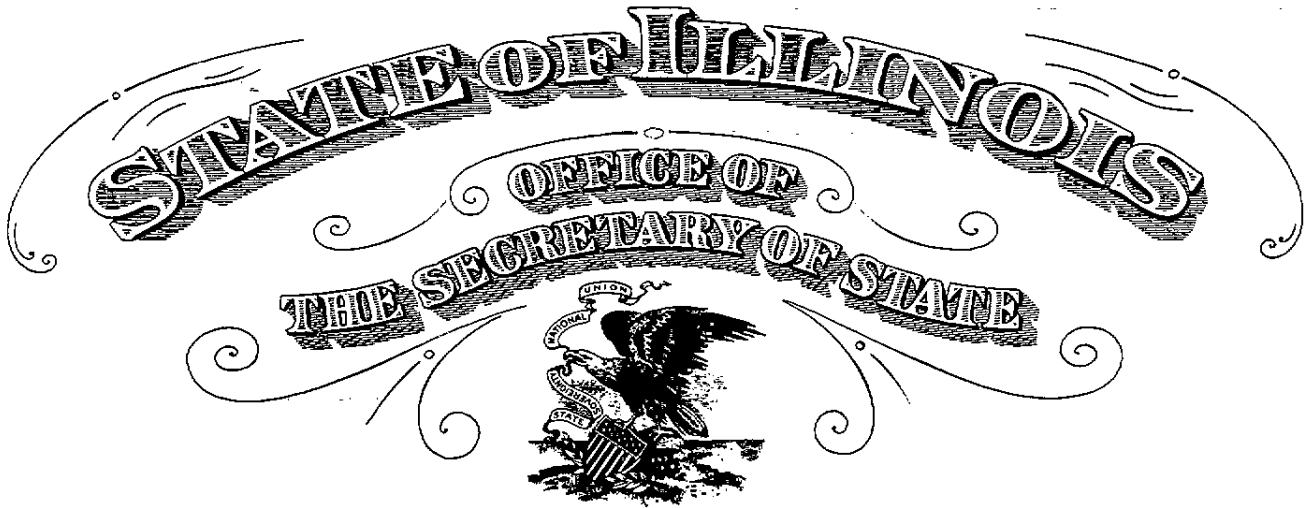
- 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 25, 2000
- 5. OSA International, Inc.  
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
- 6. If the amendment changes the period of duration, indicate new period of duration.  
Not Applicable  
(New duration)
- 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
Not Applicable  
(New jurisdiction)

  
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Mario C. Educate  
(Typed or printed name)

05/14/02  
(Date)

President  
(Title)



**To all to whom these Presents Shall Come, Greeting:**

*I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that* OSA INTERNATIONAL, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MAY 24, 1985, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*

**In Testimony Whereof, I, hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this** 5TH **day of** JUNE **A.D.** 2002



*Jesse White*  
\_\_\_\_\_  
SECRETARY OF STATE

0020761498

File Number 5386-089-3

# State of Illinois Office of The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF ON STAGE AUDIO CORPORATION INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 25TH day of JULY A.D. 2000 and of the independence of the United States the two hundred and 25TH



*Jesse White*

Secretary of State

Form **BCA-10.30**

**ARTICLES OF AMENDMENT**

(Rev. Jan. 1999)

File # D 5386-089-3

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1832

**FILED**

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

JUL 25 2000

Date 7-25-00

Remit payment in check or money  
order, payable to "Secretary of State."

Franchise Tax \$

The filing fee for restated articles of  
amendment - \$100.00

Filing Fee \$25.00

<http://www.sos.state.il.us>

Penalty \$

JESSE WHITE  
SECRETARY OF STATE

Approved: *[Signature]*

1. CORPORATE NAME: ON STAGE AUDIO CORPORATION

(Note 1)

2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on DECEMBER 15,  
1999 in the manner indicated below. ("X" one box only)  
(Year) (Month & Day)

By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Notes 4 & 5)

By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 5)

3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

OSA INTERNATIONAL, INC.

(NEW NAME)

All changes other than name, include on page 2  
(over)

4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

NO CHANGE

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

NONE

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

NONE

	Before Amendment	After Amendment
Paid-in Capital	\$ <u>10,000</u>	\$ <u>10,000</u>

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK**.)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated DECEMBER 15 1995  
(Month & Day) (Year)  
 attested by Mario Educate  
(Signature of Secretary or Assistant Secretary)  
MARIO EDUCATE, SECRETARY  
(Type or Print Name and Title)

ON STAGE AUDIO CORPORATION  
(Exact Name of Corporation, at date of formation)  
 by Mario Educate  
(Signature of President or Vice President)  
MARIO EDUCATE, PRESIDENT  
(Type or Print Name and Title)

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_  
(Month & Day) (Year)  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_