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CT CORPORATION SYSTEM

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01 FEB 26 PM 12:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Phoenix International, Ltd., Inc. Changing Name to: Sphinx International,

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-02/26/01--01060--025  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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| <input type="checkbox"/> Profit              | <input checked="" type="checkbox"/> Amendment   | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit           |   |   |
| <input type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|  | <input type="checkbox"/> Reinstatement          |   |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                 | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of RA       |
|  | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Photocopies            | <input type="checkbox"/> CUS                |
| <input type="checkbox"/> Call When Ready     | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out            |   |   |

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Examiner \_\_\_\_\_  
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Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

2/26/01

Order#: 3679775  
Ref#: \_\_\_\_\_  
Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

*IME*

*Amend + N.C.*  
G. COULLETTE FEB 26 2001

**ARTICLES OF AMENDMENT  
TO THE  
RESTATED ARTICLES OF INCORPORATION  
OF  
PHOENIX INTERNATIONAL LTD., INC.**

These Articles of Amendment to the Restated Articles of Incorporation of Phoenix International Ltd., Inc., a Florida corporation (the "Corporation"), are hereby adopted pursuant to Section 607.1006 of the Florida Business Corporation Act (the "Act").

**I.**

The name of the corporation is Phoenix International Ltd., Inc.

**II.**

Effective the date hereof, Article I of the Restated Articles of Incorporation of Phoenix International Ltd., Inc. is amended to read as follows:

**"ARTICLE I.  
NAME AND PRINCIPAL OFFICE"**

"The name of the Corporation is 'Sphinx International, Inc.' The principal office of the Corporation is 2180 West state road 434, Suite 6184, Longwood, Florida 32779."

**III.**

All other Articles and provisions of the Restated Articles of Incorporation shall remain in full force and effect.

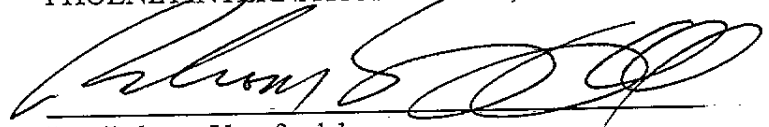
**IV.**

This amendment was duly approved by the Board of Directors on October 24, 2000, 2001, and approved by the shareholders on February 22, 2001, both in accordance with Section 607.1003 of the Act. The number of votes cast for the amendment by the shareholders was sufficient for approval.

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**IN WITNESS WHEREOF**, the Corporation has caused these Articles of Amendment to be executed by its duly authorized officer as of the 23rd day of February, 2001.

PHOENIX INTERNATIONAL LTD., INC.

A handwritten signature in black ink, appearing to read 'Bahram Yusefzadeh', written over a horizontal line.

By: Bahram Yusefzadeh  
Title: Chairman and CEO