

FROM HILL, WARD, HENDERSON, P. A.

(FRI) 6. 23' 00 10:39/ST. 9:48/NO. 4260294651 P 1

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BASIC AMENDMENT

AMERICA II ENTERPRISES, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$43.75

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
AMERICA II ENTERPRISES, INC.**

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

ARTICLE I.

The name of the Corporation is AMERICA II ENTERPRISES, INC.

ARTICLE II.

The Articles of Incorporation are amended by deleting Article I it in its entirety and replacing it with the following:

"ARTICLE I.

The name of the corporation is: AMERICA II ASIA, INC."

ARTICLE III.

This amendment is effective as of the date of this filing.

ARTICLE IV.

This amendment was approved by the Shareholders by written consent dated June 22, 2000 and the number of Shareholders consenting to the Amendment was sufficient to approve the Amendment.

These Articles of Amendment to the Articles of Incorporation is executed on behalf of the Corporation by its CEO on June 22, 2000.

AMERICA II ASIA, INC.


Michael B. Galinski, CEO

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