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-A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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OF COUNSEL

PHILIP H. REID, JR.

October 22, 1998

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

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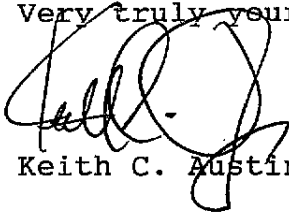
Re: Filing Articles of Amendment

Dear Sir/Madame:

Please find enclosed Articles of Amendment to Articles of Incorporation for filing with the Florida Secretary of State's office. Also enclosed is this law firm's trust account check in the amount of \$43.75 payable to the Florida Department of State to cover the filing fee and one certified copy. Please return the certified copy to this law firm at 340 Royal Palm Way, Suite 100, Palm Beach, Florida 33480 (our phone number is 561-655-4060)

Thank you for your assistance in this matter and, should you require anything further, please do not hesitate to call. In my absence please speak with my legal assistant, Laurie Constable.

Very truly yours,



Keith C. Austin, Jr.

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98 OCT 26 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
KFB
10/27

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

SINTRA INVESTMENT & FUNDING CORP.

(present name)

Document Number: P98000041985

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)*

THIS AMENDMENT HEREBY AMENDS ARTICLE SEVEN OF THE ARTICLES OF INCORPORATION TO REMOVE ULF OSCARSSON AS DIRECTOR AND TO SUBSEQUENTLY NAME MARIA BORG AS DIRECTOR IN HIS STEAD.

MARIA BORG SHALL ALSO HOLD THE OFFICE OF SECRETARY OF SINTRA INVESTMENT & FUNDING CORP.

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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: OCTOBER 22, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

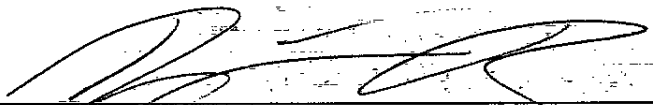
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 22nd day of October, 19 98

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Bjarne Borg, Chairman/President.

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title