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LOCAL REPRESENTATIVE TALLAHASSEE

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-01/21/99--01060--024
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- BOUNTY INTERNATIONAL HOLDINGS, INC.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
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 Certificate of Status

FILED
 99 JAN 21 PM 12:18
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 99 JAN 21 AM 11:22
 DIVISION OF CORPORATION

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

BOUNTY INTERNATIONAL HOLDINGS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of incorporation:

FIRST: Amendment(s) adopted:

See Attachment

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: January 19, 1999

FOURTH: Adoption of Amendments (s):

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

_____ **XXX** 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 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 number of votes cast for the amendment(s) was/were sufficient for the approval by:
The Board of Directors.

Signed this 19th day of January, 1999.

Signature *Allison B. Read*

Allison Read

(Typed or printed name)

Chairman/Secretary

(Title)

ARTICLES OF AMENDMENT- ATTACHMENT

Article VI: The name and street address of the Board of Directors and Officers of this corporation is:

Allison Read
19233 Fisher Island Drive
Miami Beach, FL 33109.

President, Secretary
and Chairman.