

PP9000099096

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(Phone#)

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(FAX#)

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-07/10/00--01053--017

*****35.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HQ REALTY PHILIPPINES, INC. (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

FILED
 JUL 12 PM 3:56
 TALLAHASSEE, FLORIDA

RECEIVED
 00 JUL 10 AM 11:03

NEW FILINGS	
<input type="checkbox"/>	Profit
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<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

*00189, 00524, 00672

Examiner's Initials APR
7/10



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 10, 2000

RECEIVED
00 JUL 12 AM 10:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Express Corporate Filing Service Inc.
1000 Ponce De Leon Blvd.
Ste 112
Coral Gables, FL 33134

SUBJECT: HQ REALTY PHILIPPINES, INC.
Ref. Number: P99000099096

We have received your document for HQ REALTY PHILIPPINES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please fill in the date of adoption in the fourth paragraph. Please state the article number that you are amending (see first paragraph).

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 700A00037990

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

HQ REALTY PHILIPPINES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 12 PM 3:56

FILED

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)

ARTICLE : III

Add the following purposes:

Fund Transmitters
Selling/ sub-agent airline tickets
Transportation services
Calling Station
Postal Service
Phone Cards
Internet Station

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: 06/30/00

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 shareholders 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 30 day of 06, 2000

Signature

(By the Chairman of the Board of Directors.
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

QUIANZON RICARDO D

Typed or printed name

PRESIDENT

Title