

S43701

DONALD S. GOLDRICH, P. A.
ATTORNEY AT LAW
3200 N.E. 14TH STREET
POMPANO BEACH, FLORIDA 33062
(954) 782-8830
FAX: (954) 782-0720

FILED
00 JUN 14 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Also Admitted in New York

June 9, 2000

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800003289638--5
-06/14/00--01105--002
*****35.00 *****35.00

Re: Amendment of Articles of Incorporation of U.S.A. PROTECTION, INC.

Dear Secretary of State:

Enclosed find original and a copy of the Amendment of the Articles of Incorporation of my client,
U.S.A. PROTECTION, INC.

Also find enclosed a check payable to the Secretary of State in the amount of \$35.00 which
represents the statutory filing fee.

Your assistance is appreciated.

Very truly yours,


Donald S. Goldrich

Enclosures

*Amend
6-20-00
BWS*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
U.S. A. PROTECTION, INC.

FILED
00 JUN 14 PM 12:39
TALLAHASSEE, FLORIDA

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

FIRST: Amendment(s) adopted: Article Number 7, name and address of Directors and Officers is hereby changed to: **ROBERT ODIERNA**
3200 N.E. 14th Street
Pompano Beach, Florida
33313

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 is June 8, 2000.

FOURTH: Adoption of Amendment:

- _____ The amendment was adopted by the incorporators without shareholder action and shareholder action was not required.
- _____ The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.
- x The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
- _____ The amendment was approved by the shareholders through voting groups.

The number of votes cast for the amendment was sufficient for approval by

(voting group)

Signed this 8th day of June, 2000.

BY: _____

Robert Odierna-President