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(305)444-4994 (305))444-4977	OFFICE USE ONLY	**************************************
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

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DEFANCE OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

July 10, 2000

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

FILED

00 JUL 12 PM 3: 56

SECULLABLE FLORIDA

HQ REALTY PHILIPPINES, INC.

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 on 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

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 entitle 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 sharehold action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder act and shareholder action was not required Signed this 30 day of (By the Chairman of the Board of Directors. President or other officer if adopted by the shareholders) OR (By an incorporator if adopted by the incorporators)	FOUR	RTH: Adopt	ion of Amendment(s) (CHECK ONE)				
The following statement must be separately provided for each voting group entitle 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 sharehold action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder act and shareholder action was not required Signed this	K						
approval by (Voting group) The amendment (s) was/were adopted by the board of directors without sharehold action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder act and shareholder action was not required Signed this		The follow	ing statement must be separately provided for each voting group entitled				
The amendment (s) was/were adopted by the board of directors without sharehold action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action was not required Signed this		The	· · ·				
action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action was not required Signed this			(Voting group)				
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							
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 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	Sig	gned this					
(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		Signature	Austral				
OR			(By the Chairman of the Board of Directors. President or other officer if adopted by the shareholders)				
424							
			V 21				
QUIANZON RICARDO D			QUIANZON RICARDO D				
Typed or printed name			Typed or printed name				
PRESIDENT			PRESIDENT				

Title