

F94000006313

201 HALLS ST  
22-917  
9393 FAX



PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032  
REFERENCE : 069187 4301772  
AUTHORIZATION : Patricia Pizzuto  
COST LIMIT : \$ 35.00

ORDER DATE : August 28, 1996  
ORDER TIME : 10:48 AM  
ORDER NO. : 069187  
CUSTOMER NO: 4301772

500001937535

CUSTOMER: Anne Stevenson, Legal Asst  
Pavia & Harcourt  
600 Madison Av.  
12th Fl.  
New York, NY 10022

FILED  
96 SEP -3 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: CLUB 21 USA INC.

XX PROFIT XX CORPORATE  
       NON-PROFIT        LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

This amendment was originally filed in  
error on 9/3/96 to #755086 - Record corrected  
12/10/97 - sp

RECEIVED  
96 SEP -3 PM 12:21  
DIVISION OF CORPORATION

NC  
DWS  
9/3



**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

(s. 607.1504, F.S.)

**SECTION I (1-3 must be completed)**

1. CLUB 21 USA INC.  
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: DELAWARE
3. Date authorized to do business in Florida: 12/12/94

**SECTION II (4-7 complete only the applicable changes)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

10/25/95

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

PRESIDIO INTERNATIONAL, INC.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

  
Signature

Victor Wong  
Typed or printed name

JUNE 19, 1996

Date

VICE PRESIDENT

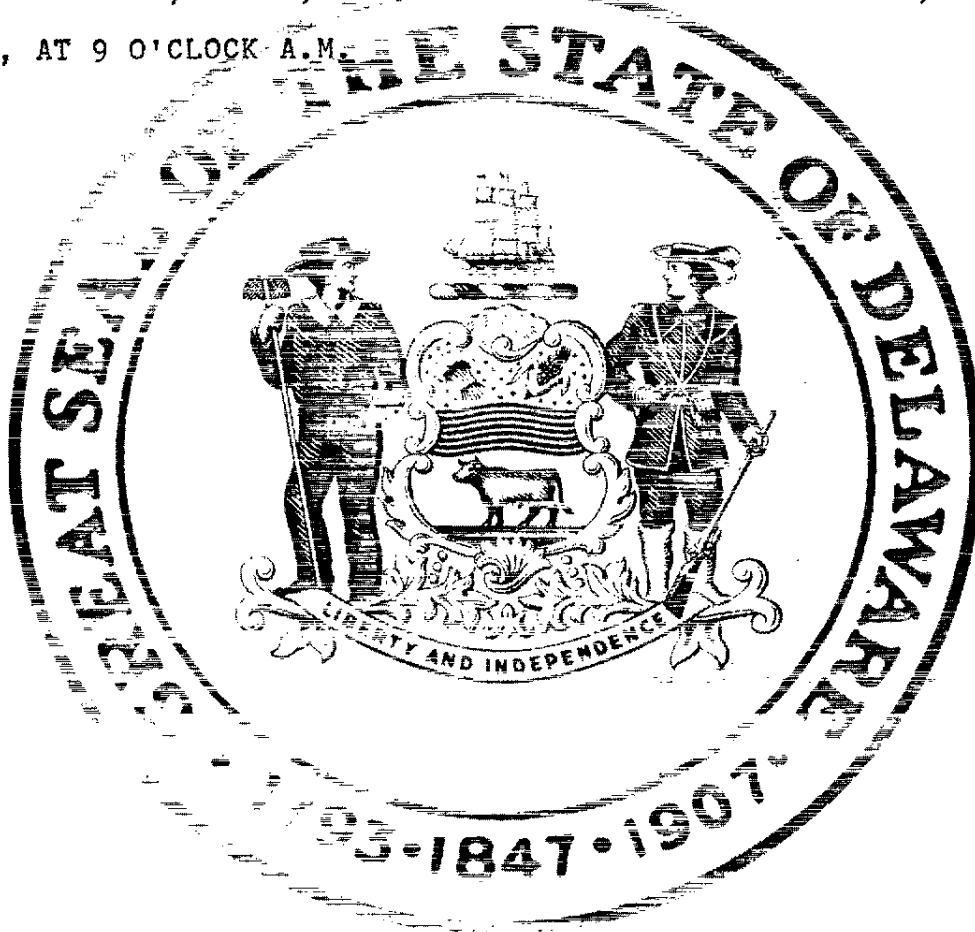
Title

**FILED**  
96 SEP -3 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CLUB 21 (USA) INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PRESIDIO INTERNATIONAL, INC.", THE TWENTY-FIETH DAY OF OCTOBER, A.D. 1995, AT 9 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2410434 8320

960251677

AUTHENTICATION:

8085280

DATE:

08-28-96