BDD Capital International

777 Brickell Avenue, Suite 1150
Miami, Florida 33131
Telephone (305) 530-3170, Facsimile (305) 530-3199

F96000001966

Mark A. McCluskey
President

August 14, 1997

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-08/15/97--01095--003
*****43.75 *****43.75

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: BDD Capital International Corp.

97 AUG 15 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND FILED

Gentlemen:

Enclosed are the required documents and check to amend the name of our company from BDD Capital International Corp. to EFG Capital International Corp. with the State of Florida.

Please contact me directly if you have any questions concerning this matter and return all documents to me directly at the address listed below:

BDD Capital International Corp.
777 Brickell Avenue - Suite 1150
Miami, Florida 33131
(305) 530-3160

Very truly yours,

NC
5/28
#Cathy
T96000001966
8-15-97

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

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. BDD CAPITAL INTERNATIONAL CORP.
Name of corporation as it appears on the records of the Department of State.

2. Delaware
Incorporated under laws of

3. April 22, 1996
Date authorized to do business in Florida

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? Delaware

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

APPROVED AND FILED
97 AUG 15 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

____
New Duration

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

____
New Jurisdiction

[signature]	August 14, 1997
Signature	Date
Mark A. McCluskey	President / Director
Typed or printed name	Title

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

BDD CAPITAL INTERNATIONAL CORP.

The undersigned, President and Treasurer of BDD Capital International Corp. (the "Corporation"), in order to amend the Certificate of Incorporation of the Corporation, hereby certifies as follows:

FIRST: The name of the Corporation is: **BDD CAPITAL INTERNATIONAL CORP.**

SECOND: The Corporation hereby amends its Certificate of Incorporation as follows:

Paragraph 1 of the Certificate of Incorporation, relating to the corporate title of the Corporation, is hereby amended to read as follows:

"1. The name of the corporation is EFG Capital International Corp."

THIRD: The amendment effected herein was authorized by the consent, in writing, setting forth the action so taken, signed by the holder of all of the issued and outstanding shares entitled to vote thereon pursuant to Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned affirms that the statements made herein are true under the penalties of perjury, this 6th day of August, 1997.

Mark A. McCluskey

President and Treasurer

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "BDD CAPITAL INTERNATIONAL CORP.", CHANGING ITS NAME FROM "BDD CAPITAL INTERNATIONAL CORP." TO "EFG CAPITAL INTERNATIONAL CORP.", FILED IN THIS OFFICE ON THE SIXTH DAY OF AUGUST, A.D. 1997, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.

APPROVED AND FILED
97 AUG 15 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Edward J. Freel, Secretary of State

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971262985

AUTHENTICATION: 8594758

DATE: 08-06-97

MINUTES OF THE BOARD OF DIRECTORS
MEETING OF
BDD CAPITAL INTERNATIONAL CORP.
JULY 7, 1997

At a duly constituted meeting of the Board of Directors of BDD Capital International Corp. , a corporation organized under the laws of the State of Delaware, held on July 7, 1997 at which meeting a quorum was present and voting throughout.

The following item of business was discussed and actions taken as indicated below:

WHERAS, the Corporation wishes to change its name from BDD Capital International Corp. to EFG Capital International Corp.

- **RESOLVED** to authorize a name change of the entity from BDD Capital International Corp. to EFG Capital International Corp. **AUTHORIZED** Mr. McCluskey, President to obtain the necessary approvals and process required notices to implement the name change.

IN WITNESS WHEREOF I have caused these Minutes to be executed on July 14, 1997.

Marcelo A. Alvarez

Marcelo A. Alvarez, Director

APPROVED AND FILED

97 AUG 15 PM 1:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA