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AREAL PROPERTY LAW SPECIALIST

CERTIFIED BY THE MINHESTATE STATE BAR ASSOCIATION

"ADMITTED IN MASSACHUSETTS AND DISTRICT OF COLUMBIA

LEGAL ASSISTANTS

KATHRYN G. MASTERMAN NANCY L. WHAYLEN

February 10, 2000

SAUL A. BERNICK* MARVIN A. LISZTA SCOTT A. LIFSON DAVID K. NIGHTINGALET PAUL J. QUAST* WILLIAM S. FORSBERG** MICHAEL R. BRADLEY STEPHEN J. GUZZETTA

NEAL J. SHAPIRO

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

Re: American Banner Resources, Inc. Our File No. 53686-01

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

Dear Sir or Madam:

Enclosed for filing, please find the following documents:

- Application by Foreign Profit Corporation to File Amendment to Application for 1. Authorization to Transact Business in Florida;
- 2. Certificate of Good Standing; and
- Our firm check in the amount of \$35.00 for your fee. 3.

Please send your confirmation to our office. I have enclosed a self-addressed envelope for your convenience.

If you have any questions, please don't hesitate to contact me.

Very truly yours,

BERNICK AND LIFSON, P.A.

Kathryn Masterman Legal Assistant

/km enclosures

2/23/00

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. Resource investment Corporation of Louis	
Name of corporation as it appear	Name of corporation as it appears on the records of the Department of State. 3. September 2, 1997 Date authorized to do business in Florida SECTION II (4-7 COMPLETE ONLY THE APPLICABLE CHANGES) changes the name of the corporation, when was the change effected under the laws of incorporation? December 4, 1997 er Resources, Inc. after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if
2. Louisiana Incorporated under laws of	3. September 2, 1997 Date authorized to do business in Florida
its jurisdiction of incorporation? December 4, 19	997
5. American Banner Resources, Inc.	·
not contained in new name of the corporation.	Ex Or
N	lew Duration
7. If the amendment changes the jurisdiction of incorp	poration, indicate new jurisdiction.
Ne	w Jurisdiction
AM Molland Signature	2 2 00 Date
Thomas A. N. Miller	President
Typed or printed name	Title



SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

AMERICAN BANNER RESOURCES, INC.

A LOUISIANA corporation domiciled at BATON ROUGE,

Filed charter and qualified to do business in this State on November 03, 1988,

I further certify that the records of this Office indicate the corporation has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned is in good standing and is authorized to do business in this State.

I further certify that this Certificate is not intended to reflect the financial condition of this corporation since this information is not available from the records of this Office.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 3, 2000

CLO Secretary of State

