

LEVINE KATARI, P.A.

370 W. CAMINO GARDENS BOULEVARD
SUITE 210
BOCA RATON, FLORIDA 33432
TELEPHONE (561) 417-3325
TELECOPIER (561) 417-3327

Kimberly Levine Katari
Admitted in Florida, Pennsylvania, and New Jersey

F99000004841

000003075130--9
-12/20/99--01083--004
*****43.75 *****43.75

December 16, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Hotz Ferrous, Inc.

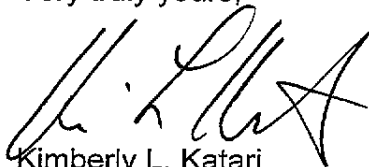
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida. Also enclosed is a original Certificate of Amendment from the State of Delaware.

Please file the above documents and return a certified copy in the enclosed self-addressed stamped envelope. A check in the amount of \$43.75 is enclosed representing the filing fee (\$35.00) and fee for a certified copy (\$8.75).

If you have any questions, please feel free to contact me. Thank you.

Very truly yours,


Kimberly L. Katari
encl.

FILED
99 DEC 20 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F99000004841
320
12-20-99
NC
*ent
OK

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. Hotz Ferrous, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. September 13, 1999
Incorporated under laws of 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? November 15, 1999

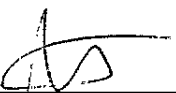
5. Hotz USA, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

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

Date

Martin Hotz
Typed or printed name

President
Title

FILED
99 DEC 20 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

Hotz Ferrous, Inc.

a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Hotz Ferrous, Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered " FIRST " so that, as amended, said Article shall be and read as follows:

FIRST: The name of the Corporation is: Hotz USA, Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said corporation

has caused this certificate to be signed by

this Martin Hotz, an Authorized Officer,
this 12th day of November, 19 99.

By: [Signature]
Authorized Officer

Name: Martin Hotz
Print or Type

Title: President