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02 FEB 2002  
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STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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-02/21/02--01073--002  
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February 19, 2002

Via UPS Next Day Air

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Amend

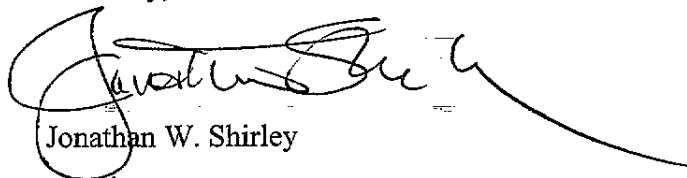
Re: Articles of Amendment to Articles of Incorporation of S & B International  
Investments, Inc.

Gentlemen:

Enclosed are an original plus one copy of the Articles of Amendment to Articles of Incorporation of S & B International Investments, Inc., together with a check in the amount of \$43.75 in payment of the \$35.00 filing fee, and \$8.75 certified copy fee. Once the Articles of Amendment to Articles of Incorporation have been filed, the certified copy should be returned to this office.

If you have any questions, please contact me.

Sincerely,

  
Jonathan W. Shirley

JWS/g  
Enclosures  
cc: Rick Strombeck, CPA

AR  
2/25/02

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
S & B INTERNATIONAL INVESTMENTS, INC.

FILED  
02 FEB 21 PM 4:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article III of the Articles of Incorporation of S & B International Investments, Inc. were amended by the corporation's board of directors and unanimously approved by the shareholders on January 31, 2002. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 607.1006.

1. The name of the corporation is S & B International Investments, Inc.
2. Article III of the Articles of Incorporation of S & B International Investments, Inc. was amended as follows:

*"ARTICLE III - Capital Stock*

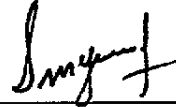
*(a) The maximum number of common shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Two Million (2,000,000), of which One Million (1,000,000) shares having no par value per share shall be shares of Class A voting common stock and One Million (1,000,000) shares having no par value share shall be shares of Class B nonvoting common stock.*

*(b) The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of common stock of each class, are as follows:*

- 1. Holders of Class A voting common stock of this Corporation shall be entitled to one (1) vote for each share of Class A voting common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation. Holders of Class B common stock shall be entitled to no vote for any share of Class B common stock standing in his, her or its name at any and all meetings of the shareholders of this Corporation.*
- 2. Class A and Class B stock shall participate equally in dividend and liquidation rights."*
3. The foregoing amendment to Articles of Incorporation was duly adopted by the Board of Directors on January 31, 2002.

4. The above amendment to Article III was approved by the unanimous consent of the Shareholders of the Corporation on January 31, 2002, which unanimous consent was sufficient for the adoption of these Articles of Amendment by the Corporation.

**IN WITNESS WHEREOF**, the undersigned as President and Chairman of the Board of Directors of this corporation has executed these Articles of Amendment on January 31, 2002.



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Yousaf Sheik, President and Chairman of the Board