

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

J40156

Arcadia Distribution
Corporation

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|-------------------|--------|
| Name | Don |
| Availability | 3/4/98 |
| Document Examiner | Don |
| Updater | Don |
| Verifier | Don |
| Supervision | Don |
| W.P. Verifier | Don |

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

| | |
|--------------------------------|--------|
| Art of Inc. File | _____ |
| LTD Partnership File | None |
| Foreign Corp. File | Change |
| L.C. File | Amend |
| Fictitious Name File | _____ |
| Trade/Service Mark | _____ |
| Merger File | _____ |
| Art. of Amend. File | _____ |
| RA Resignation | _____ |
| Dissolution / Withdrawal | _____ |
| Annual Report / Reinstatement | _____ |
| Cert. Copy | _____ |
| Photo Copy | _____ |
| Certificate of Good Standing | _____ |
| Certificate of Status | _____ |
| Certificate of Fictitious Name | _____ |
| Corp Record Search | _____ |
| Officer Search | _____ |
| Fictitious Search | _____ |
| Fictitious Owner Search | _____ |
| Vehicle Search | _____ |
| Driving Record | _____ |
| UCC 1 or 3 File | _____ |
| UCC 11 Search | _____ |
| UCC 11 Retrieval | _____ |
| Courier | _____ |

FILED
98 MAR 4 PM 3:07
RECEIVED
98 MAR 4 AM 10:19
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
ARCADIA DISTRIBUTION CORPORATION**

FILED
98 MAR -4 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment of the Articles of Incorporation of **ARCADIA DISTRIBUTION CORPORATION** are adopted pursuant to Section 607.1006 of the Florida Statutes.

1. The name of the Corporation is **ARCADIA DISTRIBUTION CORPORATION**.
2. The following is the text of the amendment adopted by the Corporation:

Article I. Name

The name of the Corporation is **ARCADIA INTERNATIONAL CORPORATION**.

3. The amendment set forth in paragraph 2 above was adopted as of January 28, 1998 by all of the shareholders of the Corporation. The number of votes cast for the amendment by the shareholder was sufficient for approval.


Miguel Rosenfeld
Secretary

State of Florida)
)ss.
County of Dade)

The foregoing instrument was acknowledged before me this 23TH day of FEBRUARY, 1998 by Miguel Rosenfeld, as Secretary of Arcadia International Corporation. He is personally known to me or has produced _____ as identification.


NOTARY PUBLIC, STATE OF FLORIDA,
My Commission Expires:



ELIZABETH COLON
COMMISSION # CC 396345
EXPIRES JUL 28, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

**UNANIMOUS CONSENT RESOLUTIONS
OF THE SHAREHOLDERS OF
ARCADIA DISTRIBUTION CORPORATION**

The undersigned, being the sole shareholder of **Arcadia Distribution Corporation**, a **Florida corporation**, hereby adopts the following resolutions by unanimous written consent in lieu of a meeting:

BE IT RESOLVED, that the name of the Corporation is hereby changed from Arcadia Distribution Corporation to Arcadia International Corporation.

FURTHER RESOLVED, that the Secretary of this Corporation file with the Secretary of State, State of Florida Articles of Amendment to the Articles of Incorporation of the Corporation to effectuate the change in the name of the Corporation.

Dated as of January 28, 1998



Miguel Rosenfeld