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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MAGNA ADMINISTRATIVE SERVICES, INC.
AUDIT NUMBER.....H98000006273
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 2
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*Amendment
4/1/98
DC*

AMENDMENT TO ARTICLES OF MERGER OF
MAGNA ADMINISTRATIVE SERVICES, INC. INTO
HANSWARD MANAGEMENT SERVICES, INC.

98000006273

Paragraphs 2 and 3 of the Articles of Merger of MAGNA ADMINISTRATIVE SERVICES, INC., a Florida corporation, INTO HANSWARD MANAGEMENT SERVICES, INC., a Florida corporation, are hereby amended to read henceforth as follows:

Adoption of Plan

2. There are 10,000 authorized shares of common stock, each of \$10.00 par value of MAGNA ADMINISTRATIVE SERVICES, INC., of which 100 are issued and outstanding that were entitled to vote on the Plan of Merger. 100 shares were voted in favor of the Plan of Merger, and no shares were voted against the Plan of Merger, at a special meeting of the shareholders of MAGNA ADMINISTRATIVE SERVICES, INC., held on December 17, 1997.

3. There are 7,500 authorized shares of common stock, each of \$1.00 par value of HANSWARD MANAGEMENT SERVICES, INC., of which 1,000 shares of common stock are issued and outstanding that were entitled to vote on the Plan of Merger. 1,000 shares were voted in favor of the Plan of Merger, and no shares were voted against the Plan of Merger, at a special meeting of the shareholders of HANSWARD MANAGEMENT SERVICES, INC., held on December 17, 1997.

I hereby certify that the above amendment to the ARTICLES OF MERGER OF MAGNA ADMINISTRATIVE SERVICES, INC., into HANSWARD MANAGEMENT SERVICES, INC., was approved by the Board of Directors and Stockholders of the corporation at a Joint Meeting of the Board of Directors and Shareholders duly held on the 18TH day of MARCH, 1998.

IN WITNESS WHEREOF, the undersigned officers, pursuant to the approval and authority given by the Board of Directors and Stockholders, have set their hands and affixed the corporate seal.

ATTEST:

Magna Administrative Services, Inc.
f/k/a Hansward Management Services, Inc.
a Florida Corporation

BY: Rosa M. Menendez
Rosa M. Menendez, President

BY: Rosario P. Duncan, Secretary

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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I HEREBY CERTIFY that this 18TH day of MARCH, 1998, personally appeared before me, officers duly authorized to administer oaths and take acknowledge, Rosa M. Menendez and Rosario P. Duncan, to me well known and known to me to be the individual(s) described in and who executed the foregoing instrument as

Prepared by:

Rosario P. Duncan, Esq.
1320 S. Dixie Highway 6th fl.
Coral Gables, FL 33146 FBK-239909
(305) 668-5100

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