

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305)661-8503
Fax Number : (603)761-7427

LIMITED LIABILITY AMENDMENT**HYKEHAM & RASTRA - U.S.A. LLC**

Certificate of Status	0
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ARTICLES OF AMENDMENT OF
ARTICLES OF ORGANIZATION FOR
HYKEHAM & RASTRA - U.S.A. LLC,
A FLORIDA LIMITED LIABILITY COMPANY
(hereinafter just the "Company")

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On the Company's Meeting of Members, which was duly held on the 19th December, 2000, in accordance with Florida Limited Liability Company Act, resolutions were duly adopted setting forth following Amendment of the Company's Articles of Organization:

ARTICLE X - Membership and Percentages:

The membership and ownership percentages of the Company are hereby, with effect from 19th December 2000, as follows:

HYKEHAM HOLDINGS LTD. 50 %
Address: Suites 41/42,
Victoria House, 26 Main Street,
Gibraltar
(Company number: 73327)

RASTRA AG-CZ A.S. 50 %
Masarykovo nam. 1484,
Pardubice, Czech Republic
(Company number: 25288041)

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900 1
MIAMI, FL 33131
(305) 379-7907

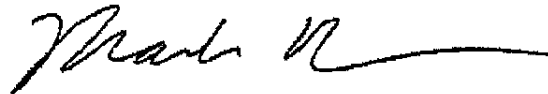
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ARTICLE XI - Capitalization:

The capitalization of the Company is hereby, with effect from 19th December 2000, increased to TEN MILLION DOLLARS (\$10,000,000).

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be signed by an authorized representative on this 19th day of December, 2000.



Mark Hankins
Authorized Representative

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