L79354

THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 887105 83380A

AUTHORIZATION : Patricia Pigott

COST LIMIT : $ 35.00

98 JUL 10 PM 4:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 10, 1998

ORDER TIME : 2:34 PM

ORDER NO. : 887105-005

CUSTOMER NO: 83380A

CUSTOMER: William J. Motyczka, Esq
William J. Motyczka, Esq Law
Park Place Of Kendall
13410 S.w. 128th Street
Miami, FL 33186

Name Change Amend

800002585708--9

DOMESTIC AMENDMENT FILING

NAME: U T USA, INC.
changing its name to: Gateway AutoArt (USA),Inc.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT
____ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

RECEIVED
98 JUL 10 PM 3:28
DIVISION OF CORPORATION

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: DIL 7/13/98

FN:4766/19-20

ARTICLES OF AMENDMENT

OF

U T USA, INC.

Changing Name To

Gateway AutoArt (USA), Inc.

FILED
98 JUL 10 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes 607.001 et. seq., the Articles of Incorporation of the above corporation are amended as follows:

1. ARTICLE I entitled "NAME" is hereby amended to read as follows:

   The name of the corporation is **Gateway AutoArt (USA), Inc.**

2. The foregoing amendment was adopted by the affirmative vote of the shareholders of a majority of the shares entitled to vote thereon in accordance with Florida Statute 607.1003 (2)(b) on July 9, 1998. The number of votes cast was sufficient for approval of the amendment.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment the 9th day of July, 1998.

ATTEST:

ALAIN MOROT, Secretary

ALAIN MOROT, President

(Corp. Seal)

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

On this 9th day of July, 1998, before me personally appeared **ALAIN MOROT,** President & Secretary of Gateway AutoArt (USA) Inc.,

(X) to me personally known to be the person who executed the foregoing instrument

(   ) who presented to me his State of ___________ Driver's License No.______________________________.

(   ) who presented to me identification consisting of _______________ and acknowledged to me that he executed the foregoing instrument as his free act and deed.

William Jay Moty
Notary's signature

WILLIAM JAY MOTYCZKA
Notary's printed name

My Commission Expires

OFFICIAL NOTARY SEAL
WILLIAM JAY MOTYCZKA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC629073
MY COMMISSION EXP. MAR. 10,2001

MINUTES OF JOINT SPECIAL MEETING OF THE STOCKHOLDERS AND BOARD OF DIRECTORS OF MNICHAMPS USA, INC. AND CORPORATE RESOLUTION

A joint special meeting of the Stockholders and Board of Directors of U T USA, Inc. was held on July 9, 1998. Notice of the meeting was waived.

Having reviewed the proposed Articles of Amendment of U T USA, Inc. Changing Name to Gateway AutoArt (USA), Inc. and collateral documents, including without limitation the related Fictitious Name Registration, the Stockholders and Board of Directors hereby unanimously consent thereto and recite the following:

WHEREAS, there has been presented to and discussed at this joint meeting of the Board of Directors and Stockholders a proposed name change as aforementioned, a true and correct copy of which is annexed hereto; and

WHEREAS, the Board of Directors and the Stockholders deem it in the best interests of this Corporation that the aforegoing be effected.

RESOLVED FURTHER, that the President and Secretary of this Corporation are directed to execute any and all documents to effectuate the completion of the transaction contemplated by the aforegoing and related documents.

DATED July 9th, 1998 at Miami, Dade County, Florida.

U T USA, INC.,
a Florida corporation

By: ______________________
ALAIN MOROT, President

ATTEST:

____
ALAIN MOROT, Secretary