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GEORGE DIAZ
SOLOMON E. GROSS

January 6, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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RE: KITO ELECTRONICS

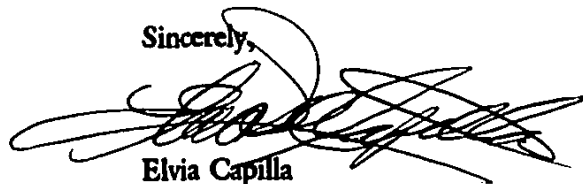
Dear Sir or Madame:

Please find enclosed herewith the original and a copy of our Certificate of Amendment to Articles of Organization of Kito Electronics Limited Company.

Kindly file the original, date stamp the copy, and return the date stamped copy to us in the enclosed self-addressed envelope.

Thank you for your cooperation in this matter. Should you have any questions please call me.

Sincerely,


Elvia Capilla

/ec
Encls.
Kito\Stat-clk.001

Amend

VS JAN 22 1997

FILED
97 JAN 13 AM 8:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION
OF KITO ELECTRONICS LIMITED COMPANY**

The Articles of Organization of Kito Electronics Limited Company are hereby amended pursuant to and in accordance with the Florida Limited Liability Company Act (Florida Statutes Section 608, 401, et. seq.) as follows:

1. **Name :**

The name of the limited liability company is
ELECTRONICS LIMITED COMPANY.

2. **Date of Filing of Articles of Organization:**

The Articles of Organization of KITO ELECTRONICS LIMITED COMPANY were filed with the Florida Department of State on November 22, 1993. An Articles of Amendment to Articles of Organization of KITO ELECTRONICS (JAPAN) LIMITED COMPANY were filed on February 24, 1994, changing the name of the limited company to KITO ELECTRONICS LIMITED COMPANY.

3. **Amendments :**

The names and addresses of the new and remaining members of KITO ELECTRONICS LIMITED COMPANY, who shall manage the company are as follows:

Andrea Vittorio Messulam
2315 N.W. 107th Ave., Box # 94
Miami, Florida 33172

Mary Francis Messulam
2315 N.W. 107th Ave., Box # 94
Miami, Florida 33172

The previous members have transferred all of their interest in and resigned as members of KITO ELECTRONICS LIMITED COMPANY.

KITO
97 JAN 13 AM 8:31
FILED
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Amendment to Articles of Organization of Kito Electronics Limited Company as of the 23 day of December, 1996.

Members:

By: [Signature]
Name: Andrea Messulam
Title: Member

By: [Signature]
Name: Mary Francis Messulam
Title: Member

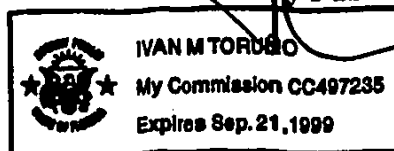
STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 23rd day of December 96 by ANDREA MESSULAM who is personally known to me or has produced _____ as identification and did (did not) take an oath.

[Signature]
Notary Public

My Commission expires:

STATE OF FLORIDA
COUNTY OF DADE



The foregoing instrument was acknowledged before me this 23rd day of December 96 by MARY FRANCIS MESSULAM who is personally known to me or has produced _____ as identification and did (did not) take an oath.

[Signature]
Notary Public

My Commission expires:

