



UCC FILING & SEARCH SERVICES, INC.
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Tallahassee, Florida 32301
(850) 681-6528

HOLD
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M 77195

July 30, 2002

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Winner International, Inc.

Filing Evidence

- ☒ Plain/Confirmation Copy
☐ Certified Copy

Type of Document

- ☐ Certificate of Status
☐ Certificate of Good Standing
☐ Articles Only
☐ All Charter Documents to Include
Articles & Amendments
☐ Fictitious Name Certificate

Retrieval Request

- ☐ Photocopy
☐ Certified Copy

- ☐ Other **300006760123--4**
-07/30/02--01044--023
*****35.00 *****35.00

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. Coulliette JUL 30 2002

JFH/fso

SIXTH AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
WINNER INTERNATIONAL, INC.

FILED
2002 JUL 30 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned Vice President, General Counsel and Secretary of Winner International, Inc. a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, does hereby certify that pursuant to written consent of the Board of Directors and Majority Shareholders of the corporation dated July 5, 2002, the Shareholders and Directors approved the following sixth amendment to the Corporation's Articles of Incorporation bearing document number M77195, and does hereby certify:

ARTICLE IV of the Articles of Incorporation of this corporation shall be amended to read as follows:

"ARTICLE IV
AUTHORIZED SHARES

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is One Billion Four Hundred Million (1,400,000,000) SHARES of Common Stock, of which four hundred million (400,000,000) shall be designated as Class B Common Stock, with ten (10) votes per share, and a par value of \$0.0001 per share and with such further rights as shall be expressed in resolutions adopted by the Board of Directors, and one billion (1,000,000,000) shares shall be designated as Class A Common Stock, with one (1) vote per share, and a par value of \$0.0001 per share."

The foregoing amendment was adopted by all of the majority Shareholders and Directors of the Corporation by written consent dated July 5, 2002, acting unanimously by written consent pursuant to Section 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the Vice President, General Counsel and Secretary of this Corporation has executed this Sixth Article of Amendment to the Articles of Incorporation as of July 5, 2002.

Winner International, Inc.

By: 

John F. Hornbostel, Jr.,
Vice President, General Counsel and Secretary