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Andrew Cuevas  
Jonathan R. Rubin  
Susana Rice Roque

Roberto J. Ortiz  
Milton Fuentes

Law Offices  
***Cuevas & Rubin, P.A.***  
536 Biltmore Way  
Coral Gables, FL 33134

Telephone (305) 461-9500  
Telephone (954) 966-0960  
Fax (305) 448-7300  
E-Mail - [cr@cuevas-rubin.com](mailto:cr@cuevas-rubin.com)  
Web Site: [www.cuevas-rubin.com](http://www.cuevas-rubin.com)

December 17, 2002

Secretary of State  
Division of Corporations  
P.O. Box 1500  
Tallahassee, FL 32302-1500

RE: Name of Corporation: USA Eagle International, Inc.  
Filed on: 07/24/00  
Document Number: P00000071092  
EIN #: 651054705  
Current Address: 9045 La Fontana Blvd. #C-1-A, Boca Raton, FL 33434

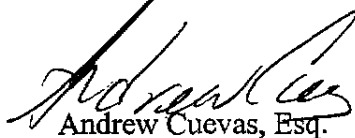
Dear Sir/Madam:

Enclosed please find check no. 12018 for the amount of \$43.75 (\$35.00 for filing fees and \$8.75 for a certified copy) and the Articles of Amendments to the Articles of Incorporation of the above-mentioned company. Please send us a copy of the registered amendments in the enclosed envelope.

If you should have any questions, please do not hesitate to contact our office.

Sincerely,

CUEVAS & RUBIN, P.A.



Andrew Cuevas, Esq.

AC:ap

encl.

client-firm/client m-p/ortega luis orlando/general corporate/secretary state-01

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

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02 DEC 26 AM 9:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

USA EAGLE INTERNATIONAL, INC.  
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

A) Article VIII is hereby amended to change the initial Board of Directors to:

- Luis Orlando Ortega as the President and Treasurer; and
- Carmen A. Cediell as the Vice-President and Secretary.


SECOND: The date of the adoption of the aforementioned amendments is December 13, 2002.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 13<sup>th</sup> day of December, 2002.

Signature:

BY:

  
Luis Orlando Ortega/President