FREEDMAN & SOLOFF, P.A.

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LEYZA FLORIN BLANCO AMBER DONNER MARCIA T. DUNN* GARY M. FREEDMAN** STACEY F. SOLOFF JOEL L. TABAS**

- OF COUNSEL BOARD CERTIFIED IN CONSUMER BANKRUPTCY
- BOARD CERTIFIED IN CREDITORS' RIGHTS LAW ALSO ADMITTED IN MASSACHUSETTS
- BOARD CERTIFIED IN BUSINESS BANKRUPTCY

Secretary of State **Division of Corporations** P.O. Box 6327 Tallahassee, Florida 32314 March 6, 2001 -03/14/01--01041---014 ******8.75 *****8.75 300003852803 -03/14/01--01041---013 *****35.00 *****35.00

Attention: Amendments/Dissolutions Department

Re: Current Name: Anatalya International Limited, Inc. Amended Name: Antalya International Limited, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Incorporation of Anatalya International Limited, Inc. ("Amended Articles"), together with the filing fee of \$35.00 and the certification fee of \$8.75. Please provide me with a file-stamped copy of the Amended Articles, in the enclosed self-addressed stamped envelope.

Please allow the Amended Articles to correct the name of the corporation as Antalya International Limited, Inc. and provide me with a certification that the amendment has been received and corrected in the corporate records.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

, FREEDMAN & SOLOFF, P.A.

Legal Assistant

Enclosures (as stated)

Mr. Joseph W. Rares (w/o encls.)

Gary M. Freedman, Esquire (w/o encls.)

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED SECRETARY OF STATE DIVISION OF EDEPORATIONS

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ANATALYA INTERNATIONAL LIMITED, INC.

(present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

FIRST ARTICLE - AMENDMENT

CORRECT NAME OF CORPORATION:

ANTALYA INTERNATIONAL LIMITED, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: JANUARY 29, 2001
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
۵	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	voling group
XX	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 16th day of February 2001
Signature	
3	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	o R
	(By a director if adopted by the directors)
	OR .
	(By an incorporator if adopted by the incorporators)
	i i i i i i i i i i i i i i i i i i i
	JOSEPH W. RARES
	JOSEPH W. RARES Typed or printed name
	President, Treasurer and Secretary / Director Title