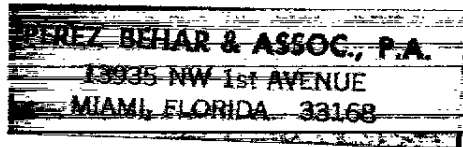


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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



300005179073--8
-04/01/02--01035--001
*****35.00 *****35.00

SUBJECT: Alliance Stars USA, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: PB: A Financial Svcs.
Name (Printed or typed)

13935 NW 1st Ave.
Address

Miami, FL 33168
City, State & Zip

305-688-9694
Daytime Telephone number

STATE DEPT OF STATE
TALLAHASSEE, FLORIDA

02 APR - 1 PM 2:03

FILED

NOTE: Please provide the original and one copy of the articles.

PS 4/5/02

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ALLIANCE STARS USA, INC.**

FILED

02 APR -1 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

ARTICLE VI

The number of Directors constituting its Board of Directors are (5) whose names and addresses are:

**Michael G Herzog, MD PHD
6000 SW 64th Avenue
Miami, FL. 33143
CEO/President/Director**

**Loai Kamal Al Kabariti
Europa Center, 130G
D-10789 Berlin
Regional Director Arab Countries & Spain and Senior Manager**

**Durga P. Misra
6000 SW 64th Avenue
Miami, FL. 33143
COO/Director**

**Heinz Bruemmer
Europa Center, 130G
D-10789 Berlin
CCO/Director**

**Ricardo Schestopalek
Europa Center, 130G
D-10789 Berlin
Director of Argentina/Director**

The date of adoption of this amendment was the 26th of March, 2002.

The amendment were adopted by the Board of Directors without shareholder action and shareholder action was not required.

These articles will become effective upon filing with the office of the Secretary of State of the State of Florida.

D. P. Misra

Durga P. Misra/Incorporator/
DIRECTOR

03/26/02

Date