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Requestor's Name

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

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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

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

FILED  
01 APR 11 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
*Amended*  
T. LEWIS APR 11 2001

*Joanne of Mr. Wiener's office*  
GAVE

AUTHORIZATION BY PHONE

CORRECT document, delete initial  
and shareholder approval not required

DATE \_\_\_\_\_

DOC. EXAM. T. LEWIS APR 11 2001

Examiner's Initials

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
STERLING NASC HOLDINGS, INC.

FILED  
01 APR 11 PM 2:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The name of the corporation is STERLING NASC HOLDINGS, INC.

2. Article I of the Articles of Incorporation of STERLING NASC HOLDINGS, INC. is hereby amended to read:

"Article I -- Name. The name of the corporation shall be STERLING CENTRECORP INVESTMENT COMPANY, INC. The principal office and mailing address of the corporation is 209 Phipps Plaza, Palm Beach, Florida 33480".

3. Article VI of the Articles of Incorporation of STERLING NASC HOLDINGS, INC. is hereby amended to read:

"Article VI -- Board of Directors. The Board of Directors shall consist of four (4) members. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the directors are:

John W.S. Preston  
2401 PGA Boulevard, Suite 280  
Palm Beach Gardens, FL 33410

David Kosoy  
209 Phipps Plaza  
Palm Beach, FL 33480

Robert S. Green  
2851 John Street, Suite One  
Markham, Ontario L3R5R7 Canada

Brian Kosoy  
209 Phipps Plaza  
Palm Beach, FL 33480

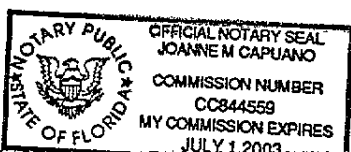
4. The foregoing amendments were adopted by the Board of Directors of this corporation on April 10, 2001, without shareholder action and shareholder action was not required.

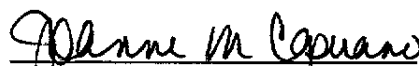
IN WITNESS WHEREOF, the undersigned Director of this corporation has executed these Articles of Amendment this 10th day of April, 2001.

  
\_\_\_\_\_  
JOHN W.S. PRESTON, Director

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10th day of April, 2001 by John W.S. Preston, a Director of Sterling NASC Holdings, Inc. on behalf of the corporation.



  
\_\_\_\_\_  
Notary Public, State of Florida