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TALLAHASSEE, FLORIDA

Reply to: Tallahassee Office

March 5, 2002

Via Hand Delivery

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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*****35.00 *****35.00

RE: KST Enterprise II, Inc. - Articles of Amendment
Document No. P02000020554

Dear Division of Corporations:

I have enclosed for filing an original and a copy of the Articles of Amendment to the Articles of Incorporation of KST Enterprise II, Inc.

Please file the Articles of Amendment and provide a copy stamped "Filed." Our messenger will pick up the stamped copy tomorrow morning.

I have enclosed a check in the amount of \$35 for the filing fees.

Please call me if you have any questions. Thank you for your prompt assistance in this matter.

Very truly yours,



Jessica J. Ferreri
Assistant to Paul A. Zeigler

Enclosures

Amend + N.C.
C. Coulliette MAR 05 2002

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02 MAR -5 PM 12:12
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
KST ENTERPRISE II, INC.**

KST Enterprise II, Inc., a Florida corporation, hereby amends its Articles of Incorporation as follows:

1. Article I of the Articles of Incorporation is amended in its entirety to read as follows:

"ARTICLE I

Name and Address

The name of the corporation shall be KST Enterprises, Inc., and the address of the corporation shall be 6092 Masters Blvd., Orlando, Florida 32819."

2. Article III of the Articles of Incorporation is amended in its entirety to read as follows:

"ARTICLE III

Stock

(a) The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 2,000,000 shares of common stock having a par value of \$.001 per share.

(b) All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive."

3. Article IV of the Articles of Incorporation is hereby deleted in its entirety.

4. The foregoing Amendment was adopted on March 4, 2002, by the corporation's Board of Directors pursuant to Section 607.1005 of the Florida Statutes. The corporation has not yet issued shares.

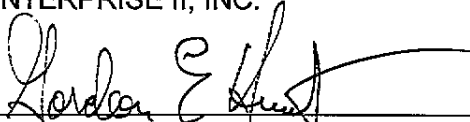
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TALLAHASSEE, FLORIDA

5. Except as modified hereby, the Articles of Incorporation of the corporation shall remain in full force and effect.

Dated this 4th day of March, 2002.

KST ENTERPRISE II, INC.

By: _____


Gordon Hunt, Vice President