P02000028623

TRANSMITTAL LETTER

TO:

Department Of State

Division of Corporations

409 E. Gaines Street

Tallahassee, Florida 32399

FROM:

Michael W. Simon, Esq.

120 East Palmetto Park Road

Suite 100

Boca Raton, FL 33432

RE:

Articles of Amendment:

STONEART MANUFACTURING, INC.

Document No. P02000028623

DATE:

August 19, 2002

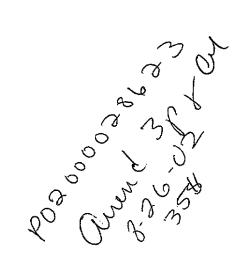
Enclosed is an original and one (1) copy of the Articles of Amendment for the above-referenced corporation. Also included is a check for:

<u>xx</u> \$35.00 (Filing Fee)

Please provide the original and one conformed copy of the Articles of Amendment for the address set forth above.

Thank you for your assistance.

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ARTICLES OF AMENDMENT

TO

STONEART MANUFACTURING, INC.

- 1. The name of the corporation is Stoneart Manufacturing, Inc., a Florida corporation (the "Corporation") filed with the Florida Department of State on March 15, 2002 and assigned document number P02000028623.
- 2. Article IV of the Articles of Incorporation is hereby amended to read as follows:

The street address of the registered office of the corporation shall be 1390 Hammondville Road, Pompano Beach, Florida 33069 (also known as 1390 Martin Luther King Boulevard, Pompano Beach, Florida) and the name of the registered agent of the corporation at that address is Boris Salganov.

3. Article VI of the Articles of Incorporation is hereby amended to read as follows:

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one or more Directors. The names and street addresses of the members of the Board of Directors are:

Boris Salganov 214 SW 1st Street, No. 5 Pompano Beach, FL 33060

Vince Albanese
10 Goldfinch Place
Woodbridge, Ontario L4L4C8
Canada

4. Article VII of the Articles of Incorporation is hereby amended to read as follows:

The names and addresses of the officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President/Treasurer/Secretary Vice President

Boris Salganov Vince Albanese

3. The foregoing amendments were unanimously adopted by the Director of the Corporation eligible to vote by a Written Consent signed by him on August 19,

2002, manifesting him to these amendments to the Articles of Incorporation be adopted, pursuant to Section 607.1003, *Florida Statutes*. The number of votes cast for the amendment was sufficient for approval by the Stockholder.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 19 day of August, 2002.

Boris Salganov, President

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SECRETARY OF STATE