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BASIC AMENDMENT**SCIENT'X USA, INC.**

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*Amendment**12/16/03**DC*

Dec 16 2003 9:47 P.01

KILLGORE, PEARLMAN, STAMP, ORNSTEIN & SQUIRES, P.A.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SCIENT'X USA, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 175,000 shares of voting common stock having a par value of \$.10 per share.

ARTICLE VII - DIRECTORS AND OFFICERS

The names and addresses of the Members of the Board of Directors and Officers are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
CRAIG CORRANCE	1015 Maitland Center Commons Suite 106A, Maitland, FL 32751	President/ Secretary/ Treasurer
OLIVIER CARLI	Parc Ariane 3-5, Rue Alfred Kastler 78284 Guyancourt Cedex France	Director
GUY ROLET	Parc Ariane 3-5, Rue Alfred Kastler 78284 Guyancourt Cedex France	Director
FRANCOIS XAVIER BRAULT	Parc Ariane 3-5, Rue Alfred Kastler 78284 Guyancourt Cedex France	Director

SECOND: The date of each Amendment's adoption: December 12, 2003.

Dec 16 2003 9:47 P.04

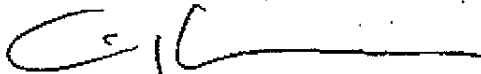
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THIRD: The Amendments were adopted by the Board of Directors and approved by the Shareholders. The number of votes cast for the Amendments were sufficient for approval.

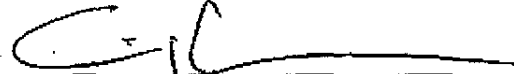
Signed this 12th day of December, 2003.

SCIENT'X USA, INC.

Attest:



By: ~~CRAG~~ CORRANCE
Its: Secretary



By: ~~CRAG~~ CORRANCE
Its: President

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