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DIVISION OF CORPORATIONS

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Amend.

G. Goulette OCT 9 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 511761 82724A

AUTHORIZATION :

COST LIMIT : \$ 43.75

[Handwritten signature]

ORDER DATE : October 9, 2006

ORDER TIME : 9:34 AM

ORDER NO. : 511761-010

CUSTOMER NO: 82724A

DOMESTIC AMENDMENT FILING

NAME: LINENHALL DEVELOPMENTS USA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake -- EXT# 2959

EXAMINER'S INITIALS: _____

**SECOND AMENDMENT TO ARTICLES OF INCORPORATION
OF
LINENHALL DEVELOPMENTS USA, INC.,
a Florida corporation**

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

FIRST: Amendments adopted:

Article 6: Board of Directors: The number of Directors constituting the Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the By-laws but shall never be less than one. The name and address of each Director of the Corporation is as follows:

Colin Stananought
Richmond Hill 134 Boughton
Chester, XX CH3 5BP
United Kingdom

Lawrence W. Lappin
257 Barefoot Beach Boulevard, #204
Bonita Springs, Florida 34134

Carolyn Lappin
257 Barefoot Beach Boulevard, #204
Bonita Springs, Florida 34134

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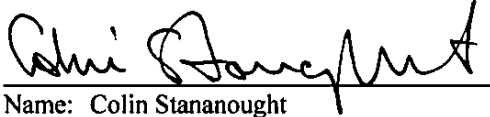
SECOND: The date of adoption of this Second Amendment is: 29th September, 2006.

THIRD: This Second Amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

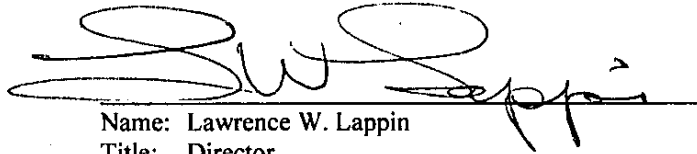
Date: 29th September, 2006

[SIGNATURE PAGE TO FOLLOW]

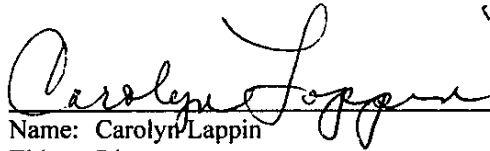
LINENHALL DEVELOPMENTS USA, INC.,
a Florida corporation



Name: Colin Stananought
Title: Director



Name: Lawrence W. Lappin
Title: Director



Name: Carolyn Lappin
Title: Director

R:\Stananought, Colin & Lesley\Linenhall Developments USA\amendments\amendment - L.Stananought JOIdak\Linenhall Developments USA second amendment to articles.doc