

Division of Corporations

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P93000035054

Florida Department of State

Division of Corporations

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BASIC AMENDMENT**RONMAR CONSULTING CORPORATION**

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Tuesday, March 23, 1999

11:02 AM

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
RONMAR CONSULTING CORPORATION**

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the President of Ronmar Consulting Corporation, a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P93000035054, does hereby certify:

FIRST: The following Amendments to the Articles of Incorporation were adopted by all of the directors of the Corporation and by a majority of the shareholders by Written Consent effective as of March 15, 1999, in the manner prescribed by the Florida Business Corporation Act.

Article I and IV of the Corporation's Articles of Incorporation shall be amended and restated to read in their entirety as follows:

**"ARTICLE I
CORPORATE NAME**

The name of the Corporation shall be "B.D. International, Inc."

**ARTICLE IV
SHARES**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 50,000,000 shares of common stock, par value \$.001 per share. On the date of filing of these Articles of Amendment which the Secretary of State of the State of Florida, every four (4) issued and outstanding shares of the Corporation's previously authorized common stock, par value \$.001 per share (the "Old Common Stock") shall thereby and thereupon be reclassified and converted into one (1) validly issued, fully paid and nonassessable share of Common Stock (the "New Common Stock"). Each certificate that theretofore represented shares of Old Common Stock shall thereafter represent the number of shares of New Common Stock

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into which the shares of Old Common Stock represented by such certificate were reclassified and converted hereby; provided, however, that each person holding of record a stock certificate or certificates that represented shares of Old Common Stock shall receive, upon surrender of stock certificate or certificates, a new certificate or certificates evidencing and representing the number of shares of New Common Stock to which such person is entitled, except that no fractional shares resulting from the combination shall be issued, any such fractional share to be converted to the right of the holder thereof to receive one share of New Common Stock."

SECOND: The foregoing amendment was adopted by the Board of Directors of the Corporation pursuant to a Unanimous Written Consent of the Board of Directors of the Corporation and by a majority of the shareholders of the Common Stock of the Corporation dated March 15, 1999, acting by Written Consent pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of March 15, 1999.

RONMAR CONSULTING CORPORATION

By: 

Phil Colman, President

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