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GENE D. LIPSCHER

STUART J. HAFT

KENNETH T. LETSCH

August 31, 1998

VIA FEDERAL EXPRESS

Division of Corporations

409 E. Gaines Street

Tallahassee, FL 32399

RE: AstralTech Americas, Inc.

300002635499--4

-09/09/98-01065-005

\*\*\*\*\*35.00 \*\*\*\*\*35.00

200002631873--3

-09/04/98-01011-003

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Herewith please find our firm's check no. 38177 in the amount of \$35.00 to cover the filing fees for the enclosed Amendment of Articles for AstralTech Americas, Inc. Please return a letter of confirmation via facsimile to (561) 833-2261.

If you have any questions, please do not hesitate to contact me.

Yours very truly,



Traci Donaldson

Legal Assistant to David H. Baker

DHB/tld

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP -4 PM 2:34

Amend  
of 9/10/98

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
ASTRALTECH AMERICAS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 SEP -4 PM 2:34

AstralTech Americas, Inc., a corporation organized and existing under and by virtue of the laws of the State of Florida, does hereby certify that all of the shareholders of said corporation, by unanimous written action in lieu of a meeting on August 18, 1998, duly adopted the following Amendment to its Articles of Incorporation effective the date of filing of this Certificate with the Florida Department of State:

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

Article III Capital Stock

This corporation is authorized to issue 20,000 shares of ONE DOLLAR (\$1.00) par value stock.

2. The Amendment effected herein was authorized by all of the shareholders entitled to vote thereon pursuant to the laws of the State of Florida by written action in lieu of a meeting on August 18, 1998. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, AstralTech Americas, Inc., through its duly authorized officers, has executed this Certificate of Amendment this 27<sup>th</sup> day of August, 1998.

ASTRALTECH AMERICAS, INC.

(CORPORATE SEAL)

By: 

Sidney Greenberg  
Chief Executive Officer

ATTEST: 

Claude Gagnon  
Secretary

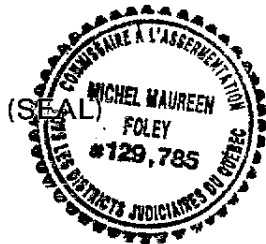
Province of Quebec )

)SS.

City of Montreal )

BEFORE ME, the undersigned authority, personally appeared Sidney Greenberg, as Chief Executive Officer and Claude Gagnon, as Secretary of AstralTech Americas, Inc., to me well known and known to me to be the persons described in and who executed the foregoing instrument in said capacity, and they acknowledged before me and to me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 27<sup>th</sup> day of August, 1998.



Michel Maureen Foley

My Commission Expires: June 27, 2000