

P94000013682

February 21, 2001

Division of Corporations PO Box 6327 Tallahassee, FL 32314 500003782345--2 -02/27/01--01058--013 ******43.75 ******43.75

RE: Document Number P94000013682

Enclosed find the articles of amendment with the filing fee of \$43.75 on check number 2159. If you have any further questions you may contact me at 727-533-0285 ext. 108.

Sincerely,

Maryann Sine

Accounting Manager

pbt international inc.

14205 Myer Lake Circle, Clearwater, Florida 33760

Tel: 1-800-933-7394 813-533-0285 Fax: 813-533-9058

PBTI Group of Companies • Bath, England • Sydney, Australia • Florida, U.S.A. • Tokyo, Japan • Mumbai, India

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

PBT INTERNATIONAL, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IV - CAPITAL STOCK

Amended to read :

This corporation is authorized to issue 500,000 shares of \$1.00 par value stock.

250,000 common stock at \$1.00 par value and 250,000 convertible preference shares at \$1.00 par value.

ARTICLE IX - Management of Corporation by Directors

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Amended to read:

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Directors and Officers of this corporation.

ARTICLE VI - Principal Office/Registered Agent
Amended to read: Principal Office-14205 Myerlake Cr.,
Clearwater, FL 33760

Registered Agentt - Daniel B.Schuh
248 Mirror Lake Dr., Clearwater, FL 33701
shares, provisions for implementing the amendment if not contained in the amendment itself, are as
follows: As to Income: The right to a fixed cumulative preference dividend
of 5% per annum on the capital paid up or credited as paid up to the
extent that profits are available for distribution from Profit/Loss
Reserves. As to repayment: The right on winding up or other return of
capital to repayment in priorty to any payment to any other holders of
any other shares in the capital of the company of the amounts paid up
earned or not calculated to the date of such repayment.

concern or during or in contemplation of winding up only with the consent in writing of the holders of 75% of the issued shares of that class.

THIRD: T	he date of each amendment's adoption: December 5, 2000
	Adoption of Amendment(s) (CHECK ONE)
ΧΏ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
٠	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
۵	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this Sth day of December 2,000.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, Fresident of Other officer in Landson
	the shareholders) OR OR SSF 12
	on it is it is a department of the directors.
	OR OR OR
	(By an incorporator if adopted by the incorporators)
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	PETER B. Thomps on Typed or printed name
	Chareman of the Bound
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