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Sabga Investment Management, Inc.

Peter R. Sabga , President

7280 West Palmetto Park Road/Suite 306N~ Boca Raton, Florida 33433

(561) 392-2777

00 OCT 27 PM 1:11 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

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Secretary of State
PO BOX 6327
Tallahassee, Florida 32314

October 24,2000

To Secretary of State,

This cover letter is in addition to the enclosed amendment application to apply for a **name change** to my Sub-S corporation.

Only the name of the corporation is to change. No other changes will be made to the corporate structure or any of the other articles.

This is the TAX ID #: 65-0507050.
This is the existing name: SABGA INVESTMENT MANAGEMENT, INC
This is the new name proposed: KOTHAR CAPITAL MANAGEMENT, INC

I AM PETER R. SABGA, THE PRESIDENT, SECRETARY, TREASURER AND SOLE STOCKHOLDER OF THE CORPORATION.

Please contact me if there are any questions or if any further information is needed. My business address is 7280 west palmetto park road, suite 306n Boca Raton, Florida 33433.
The phone number is (561) 392-2777.

NC
11-6-00
MS

Sincerely,

Peter R. Sabga

00 OCT 27 PM 1:11 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 OCT 27 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sabga Investment Management, 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)*

Amendment to Article 1 - Name

The name of the Corporation shall be changed to Kothar Capital Management, Inc.

So, Article 1 - Name will now read:

Article 1 - Name:

The name of the Corporation is KOTHAR CAPITAL MANAGEMENT, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 24, 2000.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

- [x] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

- [ ] 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 ______________________."
  voting group

- [ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- [ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24th day of October, 2000.

Signature Peter R. Sabga, President.
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Peter R. Sabga
Typed or printed name

President.
Title