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PLEASE REPLY TO CORAL GABLES OFFICE

July 5, 1998

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OF COUNSEL
GARTH A. WEBSTER

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-07/08/98--01072--001
*****35.00 *****35.00

Re: SOS Global Products, Inc.

Dear Sir/Madam:

Enclosed please find for filing the original and copy of Certificate of Amendment of Articles of Incorporation for the above referenced corporation, together with my trust account check in the amount of \$35.00 for the filing fee.

Please furnish certification of this filing to the undersigned.

Very truly yours,

GARTH A. WEBSTER

GAW:pc
Encl.

cc: Donna Slater

V8 JUL 16 1998

Amend

FILED
98 JUL -8 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
OF SOS GLOBAL PRODUCTS, INC.**

FILED
98 JUL -8 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned stockholders, original incorporators and directors of SOS Global Products, Inc., a Florida corporation, hereby amend the original Articles of Incorporation filed with the Office of the Secretary of State, State of Florida, on September 22, 1994, and amend said Articles in the following respects:

1. Article III of the original Articles is hereby deleted, and in lieu and in place thereof the following Article has been and is hereby adopted as an amendment to said charter:

ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock, having a par value of Ten Cents (\$.10) per share.

2. The original charter is hereby further amended in the following respects with the adoption of the following Articles VI through Article X.

ARTICLE VI - TERM OF EXISTENCE

This corporation shall have perpetual existence commencing with and upon the filing of the original Articles with the Office of the Secretary of State, State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director. ~~initially~~ The number of directors may be increased or diminished from time to time by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII - AMENDMENT

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles be made.

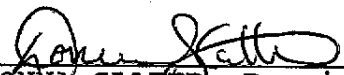
ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - CORPORATE POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and as the same may be amended from time to time. This corporation shall have the power to perform any acts permitted by law in the State of Florida.

IN WITNESS WHEREOF, the undersigned being all of the stockholders and directors of SOS Global Products, Inc., a Florida corporation, have executed the foregoing Amendment to the Articles of Incorporation this 29 day of May, 1998.



DONNA SLATER, President,
Director and Stockholder



STEPHEN SLATER, Stockholder

The undersigned president of SOS Global Products, Inc., a Florida corporation, hereby certifies that the above and foregoing is a true and correct copy of the Amendment to the Articles of Incorporation of the corporation, adopted by all the shareholders

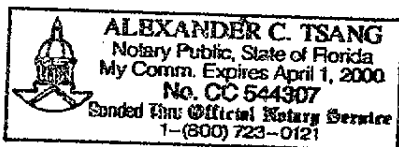
and directors at a meeting duly held in accordance with the by-laws of the corporation.


DONNA SLATER, President


STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 30th day of JUNE, 1998, by Donna Slater, President of SOS Global Products, Inc., a Florida corporation, who () is personally know to me, or (x) who has produced FLORIDA DRIVER LICENSE as identification, and () who did, or () who did not, take an oath.



My commission expires:


NOTARY PUBLIC, STATE OF FLORIDA
ALEXANDER C. TSANG
PRINT NAME