

AEROMATRIX INC.

3012 N.W. 72nd Avenue • Miami, FL 33122 • Phone: (305) 477-6333 • Fax: (305) 477-6340

P95000002436

January 10, 1998

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

000002413480--1
-01/27/98--01089--009
*****35.00 *****35.00

Re: Amendment to Articles of Incorporation of Aeromatrix, Inc. (USA)

Dear Sir or Madam:

Enclosed please find an Amendment to Articles of Incorporation of Aeromatrix, Inc. (USA) in duplicate and a company check in the amount of \$35.00.

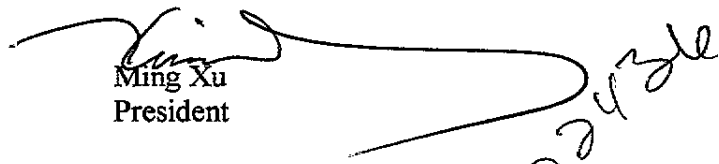
Please be advised that we will delete the name of Baiyun Cao from Article V and add the name of Zhihong Zhang to the same article.

Please return a stamped copy to our company's address at your earliest convenience. Should you have any questions, please contact the undersigned at (305) 477-6340.

Our current address: 3012 N.W. 72nd Avenue
Miami, FL 33122

Thank you for your cooperation in this matter.

Sincerely yours,

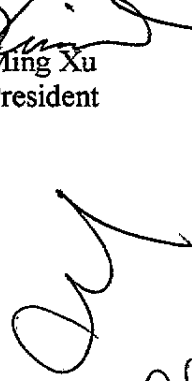

Ming Xu
President

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 27 PM 3:22

APPROVED
AND
FILED


P95-000002436
Amendment
01-27-98
388

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AEROMATRIX, INC. (USA)**

Pursuant to the provisions of section 607. 1006, Florida Statutes, this 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 V

Add	<u> Zhihong Zhang </u>
Delete	<u> Baiyun Cao </u>

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: 01/10/98

FOURTH: Adoption of Amendment(s) **(check one)**

- 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 approved by _____”

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JAN 27 PM 3:22

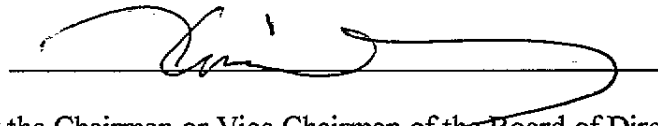
APPROVED
AND
FILED

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 10th day of January, 19 98

Signature



(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)

Ming Xu

Typed or printed name

Board Chairman and President

Title