



**PORTER, WRIGHT,
MORRIS & ARTHUR**
Attorneys & Counselors at Law

STUART A. THOMPSON
941-436-2954
sthompson@porterwright.com

4501 Tamiami Trail North
Suite 400
Naples, Florida 34103-3013
Telephone: 941-263-8898
Facsimile: 941-436-2960
Nationwide: 800-877-7962

P95000029772

June 25, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Florida HPP Inc.

700002227027--9
-06/30/97--01166--001
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed you will find the original and one copy of the Articles of Amendment to Articles of Incorporation in the above-referenced matter. Please file and return a file/stamped copy in the enclosed self-addressed, stamped envelope.

Also enclosed is our firm's check in the amount of \$35.00 in payment of the filing fee.

If you should have any questions, please do not hesitate to contact me on the above listed toll free number. Thank you for your assistance in this matter.

Very truly yours,

Stuart A. Thompson
Stuart A. Thompson

SAT/csg
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JUN 27 1997 9:39

APPROVED
AND
FILED

Handwritten notes and stamps:
- Large handwritten "OK" or "M"
- Stamp: 700002227027
- Stamp: 6-27-97
- Stamp: NC

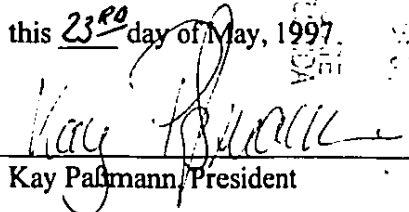
**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORIDA HPP INC**

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

- FIRST:** Amendments adopted:
Article I. NAME is hereby amended to read as follows:
"The name of the corporation is USA SUNRISE, INC."
- SECOND:** The date of the amendment's adoption is May 23, 1997.
- THIRD:** Adoption of Amendments

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 23rd day of May, 1997.



Kay Palmann, President