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BASIC AMENDMENT

LEA INTERNATIONAL, INC.

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
LEA INTERNATIONAL, INC.**

Pursuant to the provisions of Section 607.1001, of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is LEA International, Inc.
2. The following amendment to the Articles of Incorporation was adopted by all of the directors and shareholders of the corporation on January 26, 2000, in the manner prescribed by Section 607.1003 of the Florida Business Corporation Act:

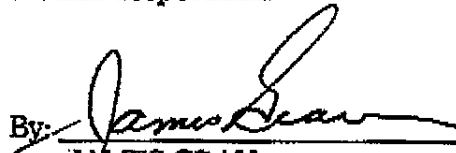
Article I is amended to read as follows:

Article I - Name

The name of the corporation is Marjerin, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation at Sarasota, Florida this 26 day of January, 2000.

LEA INTERNATIONAL, INC., a
Florida corporation

By: 
JAMES GRAU
Its President

lea international\smiths\articles amendment

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