JOSEPH R. GOLLETTI

ATTORNEY AT LAW SUITE 610

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MEMBER: FLOYEDABAR

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(0.5) 576-2600
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State of Florida Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: STG International Group, Corp.,

a Florida Corporation

100002232001--3 -07/07/97--01167--002 *****35.00 *****35.00

Dear Sir/Madam:

Enclosed herewith please find original and copy of Amendment to Articles of Incorporation of STG International Group Corp., a Florida Corporation, for filing. Kindly date stamp the date of filing on the copy and return same to the undersigned attorney.

Also, enclosed is a check in the amount of \$35.00 made payable to the Secretary of State representing the fee for filing this document.

Thanking you kindly, I remain,

Sincerely yours,

JOSEPH R. COLLETTI,

Law Offices

Ву

JRC: jr Encl.

Marset a soon

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF STG INTERNATIONAL GROUP, CORP.

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: (indicate article number(s) being amended, added or deleted)

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President and Secretary Oleg Tugay
Vice-President: Vladimir Okun
Vice-President: Lyudmila Shubina

ARTICLE 6 - DIRECTORS

The directors of the Corporation shall be:

Oleg Tugay

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

N/A

THIRD: The date of each amendments' adoption: 7/2/97.

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 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.
	Signature Signature by the Chairman or Vice Chairman of the Board of Directors, President of other officer if adopted by the shareholders)
	OR PALLA
	by a director if adopted by the directors
	OR EFO
	OR TO PROPERTY OF THE STATE OF
	OLEG TUGAY
	typed or printed name
	PRESIDENT
	title