

P95000068250

INTERNATIONAL BUSINESS SERVICE, INC.

400 MADISON AVENUE, SUITE 1208

NEW YORK NY 10017

212 750-3280

Fax: 212 750-3956

November 28, 1997

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

800002359738--0
-12/01/97--01168--012
*****35.00 *****35.00

RE: Articles of Amendment
of **Blackwood Realty, Inc.**
P95000068250

Division of Corporations:

Enclosed please find my check to cover payment of the following fees:

Amendment of Articles of Incorporation
of **Blackwood Realty, Inc.**

35.00

Very truly yours,

Gary Boutkov

Gary Boutkov

FILED
97 DEC -1 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

Dec 12/8

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 DEC -1 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BLACKWOOD REALTY, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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)

The Articles of Incorporation of this corporation be amended by changing the Article thereof numbered "SEVEN" so that, as amended, said Article shall be read as follows:

The corporation shall have one (1) director. ~~The number of directors may be increased or decreased from time to time by an amendment of the Bylaws duly adopted in the manner provided by law, but that number shall never be less than one (1). Directors shall be elected annually by majority vote of the shareholders. The name of person who is to serve as director until the first annual meeting of stockholders or until his successors are elected and qualify are as follow:~~

Roland S. Barcon
Charlotte House, Charlotte Street
2nd Floor,
Nassau, Bahamas

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 amendments adoption: 10/20/97

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.

Signed this twentieth day of October 1997.

Signature Roland S. Barcon
(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)

Roland S. Barcon
Typed or printed name

Director

Title