LAW OFFICES OF

Frank W. Ricci, P.A.

Frank W. Ricci*

*Member Indiana Bar Only
Practice Limited Exclusively
To Immigration & Customs Law

IMMIGRATION & CUSTOMS ATTORNEYS

BETTINA DIETCH
OFFICE ADMINISTRATOR

To Immigration & Customs Law Also Admitted: United States Supreme Court

FOR THE FEDERAL CIRCUIT

U.S. TAT CORR

U.S. COURT OF INTERNATIONAL TRADE

U.S. COURT OF APPEALS

SENIOR PARALEGAL BELLE KRUPINSKI

Paralegal Staff

Susan E. Cairl Martina Caso Patricia Corrado Lisa Milam Esti Vollinger

October 13, 1998

Secretary of State 409 East Gaines Street Tallahassee, FL 32399 Attn: Amendments

Dear Sir/Madam:

500002665775--4 -10/16/98--01088--001 ******35.80 ******35.00

Enclosed please find an amendment together with a check in the amount of \$35.00 to be filed with your offices

Any questions, please feel free to call me.

Respectfully,

FRANK W. RICCI, P.A.

Bettina Dietch

Assistant

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ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

Paylesshomes Development Corp.

(present name)

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)

VIII: The following is hereby being added as President: Vladimir Kouznetsov.

NO FURTHER ARTICLES ARE BEING AMENDED

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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:

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THIRD: The date of each amendment's adoption: September 15, 1998		
, -u _	FO	URTH: Adoption of Amendment(s) (check one)
	X	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)
		(voung 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 15th day of September, 1998.
		Signature Valius Conzul Sol (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)
		VLADIMIR KOUZNETSOV
 ,	٠.,	Typed or printed name
		REGISTERED AGENT / Providend

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