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1/17/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #1 (305)716-0346

PHONE: (305)599-0839

NAME: KERNOW COMMUNICATIONS, INC.

AUDIT NUMBER..... H97000001001

DOC TYPE.....BRSIC AMENDMENT CERT. OF STATUS..0

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H970000001001 ARTICLES OF AMENDMENT

OT

ARTICLES OF INCORPORATION

OF KERNOW COMMUNICATIONS. INC.

(present name)

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

FIRST: Amendment(s) adopted:

Article I: The name of the corporation should be changed to:

THE ANNAPURNA INTERNATIONAL COMPANY

Article V: The officers of the Corporation shall be:

President: Jayne M. Withers 1008 SW 19th St. Fort Lauderdale, FL 33315

Secretary & Treasurer: Michael G. McAllister same

Article VI: The directors are: Michael G. McAllister and Jayne Withers 1008 SW 19th St. Fort Lauderdale, FL 33315

If an amendment provides for an exchange, reclassification or cancella-

SECOND:

tion of issued shares, provisions for implementing the amendment if not

contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: January 16, 1997.
atilica.	The date of each amendment 8 adoption. January 16, 1997.
FOURTH:	Adoption of Amendment(s) (check one)
without the arm votes	mendment(s) was/were adopted by the incorporators or board of directors ut shareholder action and shareholder action was not required. mendment(s) was/were approved by the shareholders. The number of cast for the amendment(s) was/were sufficient for approval.
Theore	nandmant(r) weekware approved by the shoroholders through voting account

idment(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)

Prepared by: Jayne Marie Withers 1008 SW 19th St. Fort Lauderdale, FL 33315 (954) 765-1059

(continued)

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Signed this 16" day of Clanuary 1997.

Signatura

(Sy the Chabings or Vice Chairman of the Soard of Directors,

QR

(By a director if adopted by the directors)

CA)

(By an incorporator if adopted by the incorporators)

TYPED OF PRINCE WITHERS (FOR MOLLY CERTAIN)

President

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