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FRANK W. RICCI* *MEMBER INDIANA BAR ONLY PRACTICE LIMITED EXCLUSIVELY TO IMMIGRATION & CUSTOMS LAW ALSO ADMITTED: UNITED STATES SUPREME COURT

U.S. TAX COURT

U.S. COURT OF INTERNATIONAL TRADE

U.S. COURT OF APPEALS FOR THE FEDERAL CIRCUIT **IMMIGRATION & CUSTOMS ATTORNEYS**

January 23, 1997

BETTINA DIETCH OFFICE ADMINISTRATOR

SENIOR PARALEGAL BELLE KRUPINSKI

PARALEGAL STAFF SUSAN E. CAIRL MARTINA FLORES LISA MILAM KRISTIN PEREZ ESTI VOLLINGER

OF COUNSEL: SCOTT J. LIOTTA

Secretary of State 409 East Gaines Street Tallahassee, Florida 32399

Attn: Amendment Section

RE: Capricorn USA, Inc./Infinity Trading Group, Inc.

Dear Sir/Madam:

FILED 28 Enclosed please find an amendment to the articles of Incorporation and the annual report for the old corporation together with a check in the amount of \$200.00 representing the annual report fee Æ \$165.00 and the amendment fee of \$35.00.

If you have any questions, please feel free to contact our office.

Sincerely,

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VS FEB 7 1997

4360 NORTHLAKE BLVD., SUITE 205, PALM BEACH GARDENS, FLORIDA 33410 (561) 694-2400, FAX (561) 694-6629 c-mail: ricci@usvisas.com or visit us at our web site: www.internet-ad.com/ricci

ARTICLES OF AMENDMENT

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FILED

97 JAN 29 PM 12: 28

ARTICLES OF INCORPORATION

OF

CAPRICORN USA, INC.

(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:

Amendment(s) adopted: (indicate anicle number(s) being amended. FIRST: added or deleted)

Article I: The name of this corporation is hereby amended to read as follows:

Infinity Trading Group, Inc.

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:

nind:	The date of each amendment's adoption:
OURT	II: Adoption of Amendment(s) (check one)
The cast	amendment(s) was/were approved by the shareholders. The number of votes 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"
The sha	e amendment(s) was/were adopted by the board of directors without reholder action and shareholder action was not required.
The acti	e amendment(s) was/were adopted by the incorporators without shareholder on and shareholder action was not required.
5	Signed this 23rd day of January , 1997.
:	Signature JAY STOELTING / Hay Stocking (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the strareholders) OR (By a director if adopted by the directors)
	OR (By an incorporator if adopted by the incorporators)
	JAY STOELTING Director
	Typed or printed name
	REGISTERED AGENT/SECRETARY/TREASURER