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FILED

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01 APR 25 AM 9:07
BARRY J. SOBERING
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 23, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-04/25/01-01100-002
*****43.75 *****43.75

RE: *Hold-Thyssen USA, Inc.*
Articles of Amendment to Articles of Incorporation

Dear Sir/Madam:

Enclosed please find an original and one copy of *Articles of Amendment to Articles of Incorporation of Hold-Thyssen USA, Inc.*, together with our check in the amount of \$43.75 (\$35.00 to file the amendment and \$8.75 to obtain a certified copy of the amendment as filed).

We are also enclosing a stamped, self-addressed envelope for your convenience in returning the certified copy of the amendment to our office.

Very truly yours,

Cynthia Hob-Moore
Secretary to
Robert B. White, Jr.

NK
5-4-D1
AKS

:chm
Enclosures

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF HOLD-THYSSEN USA., INC.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Corporations Act §607.1006, **HOLD-THYSSEN USA, INC.** hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The following amendment is hereby adopted:

Article One of the Articles of Incorporation is hereby
deleted and the following substituted in its place
*"The name of the Corporation is HOLD
INVESTMENTS, INC."*

2. The foregoing amendment was adopted by the directors and shareholders of HOLD-THYSSEN USA, INC. on April 17, 2001.
3. The foregoing amendment was adopted by the unanimous consent of all of the directors and shareholders of HOLD-THYSSEN USA, INC. and their respective unanimous votes were sufficient for approval.

Signed this 19 day of April, 2001.


A handwritten signature in dark ink, appearing to read 'R. P. Hold', is written over a horizontal line.

ROBERT P. HOLD

President, Sole Director and Shareholder
of HOLD-THYSSEN USA, INC.