



THE UNITED STATES
CORPORATION
COMPANY

P96000013914

ACCOUNT NO. : 072100000032

REFERENCE : 302675 4336650

AUTHORIZATION :

COST LIMIT : \$ 87.50 PED

ORDER DATE : March 21, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 302675-005

CUSTOMER NO: 4336650

600002120256--3
-03/21/97-01025-011
*****87.50 *****87.50

CUSTOMER: Robert Hudson, Jr., Esq
Baker & McKenzie
Suite 1600
701 Brickell Avenue
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: CROSSBORDER INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

None
Change
3-21-97

FILED
97 MAR 21 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 MAR 21 AM 10:43
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CROSSBORDER INC.

FILED
97 MAR 21 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Crossborders Inc. (the "Corporation").
2. In order to change the name of the Corporation, Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

ARTICLE I

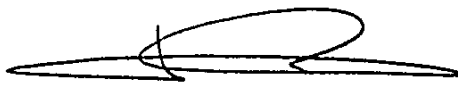
NAME

The name of this corporation is Crossborders Inc. and its mailing address and principal place of business is 1641 Jefferson Avenue, 5th Floor, Miami Beach, FL 33139.

3. The foregoing Amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation and approved by joint resolution of the Corporation's shareholders and Directors on January 31, 1997, in accordance with Sections 607.1003 and 607.1006 of the Act.

4. The Amendment to the Articles of Incorporation effecting the name change shall be effective on the date of filing of these Articles of Amendment with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 19 day of MARCH, 1997.

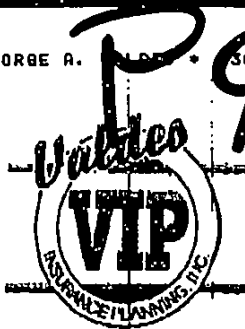


Philippe Pictri, President

FROM JORGE A. VALDES

305 221 3422

03.25.1997 17:32



P 96 0000 14053

Life, Disability, Retirement, Mutual Funds, Group Health
Jorge A. Valdes, Licensed Agent and Registration Representative
Office: (305) 226-5678 Fax: (305) 221-3422

Date: 3-25-97 Fax No: 704-482-6013 RE: change of address

Attention: Heaven Gibson

No. of Pages: 1 Notes: Please update your record and
change the address on Financial Designs, Inc.
to the new address 3259 S.W. 141st Ave Miami, FL 33175
If any question please call me at

If we don't take good care of our clients somebody else will!

(305) 226-5678

Thank you for all your help.

[Signature]
ADDRESS change
KRB 3/26