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((H97000003569 5))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: BELFORT INTERNATIONAL CORP.

AUDIT NUMBER.....H97000003569

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Proposed
Amendment*

H97000003 569

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BELFORT INTERNATIONAL CORP.

FILED
97 FEB 28 PM 4:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(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)*

ARTICLE I OF THE ARTICLES OF INCORPORATION FOR BELFORT INTERNATIONAL CORP. IS HEREBY AMENDED AS FOLLOWS:

ARTICLE I

The name of the corporation shall be: Alfort International Corp.

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:
PREPARED BY: Mark C. Bruni, Esq. N/A
150 SE 2nd Ave.
Miami, FL 33131
305-358-8054
FL Bar#734977

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THIRD: The date of each amendment's adoption: February 1, 1997.

FOURTH: Adoption of Amendment(s) (check one)

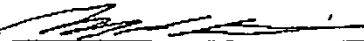
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

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)

- 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 1st day of Febrary, 1997.

Signature 

(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)

MARK C. BRUNI

Typed or printed name

DIRECTOR

Title

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