

Carlos M. Garcia, M.D.

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LARGO, FLORIDA 34647
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P96000084938

May 14, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/16/97--01108--010
*****35.00 *****35.00

Re: C&C Enterprise Holdings, Inc.
Articles of Amendment to Articles of Incorporation

To Whom it May Concern:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for the above referenced corporation, together with the filing fee of \$35.00. Should you have any questions concerning the enclosed, please feel free to give me a call.

Carlos M. Garcia, M.D. Sincerely,

Carlos M. Garcia, M.D.

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124600084938
Articles of Amendment
5-16-97
3248

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
C & C ENTERPRISE HOLDINGS, INC.**

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:

The name of this Corporation shall be changed to **Phantom Assets, Ltd., 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:

N/A

THIRD: The date of each amendment's adoption: May 12, 1997.

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

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The amendment(s) was/were adopted by the incorporators or board of directors without sharehold action and shareholder action was not required.

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The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficiently for approval.

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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).

Signed this 12th day of May, 1997.

C&C Enterprise Holdings, Inc.

(Corporation Name)

By

Carlos Garcia, Chairman

(Chairman of the Board of Directors)