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ATTORNEY FLORIDA

NORTH DADE OFFICE:

2875 NE 101 ST.

PH 3A

AVENUE RA, FLORIDA 33180

TELEPHONE: (305) 466-0022

FAX: (305) 466-9998

REPLY TO: MIAMI

September 4, 1997

Division of Corporation  
P.O. Box 6327  
Tallahassee, Fl 32314

700002287347--8  
-09/08/97--01128--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Credil USA, Inc.

Dear Sir/ Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation for the above referenced corporation, and a check in the sum of \$ 35.00 to cover the filing fee of same.

Please forward a receipt of the aforementioned, in the self addressed stamped envelope, herein enclosed.

If you have any questions, please contact this office.

Very Truly Yours,

ROTH, MILNE & ROUSSO

LEONARDO A. ROTH

LEONARDO A. ROTH  
LAR, er  
Encl.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

57 SEP - 8 PM 2: 02

APPROVED  
AND  
FILED

CM  
09600091651  
Amend  
9-8-97  
JPS

REPUBLIC OF ARGENTINA  
CITY OF BUENOS AIRES  
EMBASSY OF THE UNITED STATES OF AMERICA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
CREDIL U.S.A., 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:

RESOLVED that

FIRST : The following shall be new corporate address of the  
aforementioned corporation:

4831 N.W. 99 Ct.  
Miami, Florida 33178

SECOND : The following shall be the new Registered Agent of  
the aforementioned Corporation:

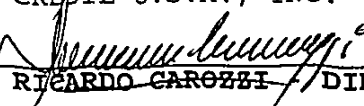
Leonardo A. Roth, Esq.  
c/o Roth, Milne & Rousso  
9350 S. Dixie Hwy., PH2  
Miami, FL 33156

THIRD : The date of the Amendment's adoption was  
August 13, 1997.

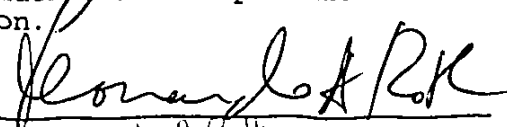
FOURTH : The Amendment was adopted by the Board of Directors  
without Shareholder Action and Shareholder Action  
was not required.

Signed this August 13, 1997.

CREDIL U.S.A., INC.

  
RICARDO CAROZZI / DIRECTOR

I hereby am familiar with the duties and responsibilities as  
registered agent for said corporation.

  
By: Leonardo A. Roth  
Registered Agent

Prepared by:  
Leonardo A. Roth, Esq.  
9350 S. Dixie Hwy., PH2  
Miami, FL 33156  
Tel (305) 670-9994

Subscribed and sworn to before me  
this 27 day of August 1997

Christopher J. Randall  
Consul

APPROVED  
AND  
FILED  
97 SEP - 08 11 21 02  
STATE  
TREASURY  
FLORIDA