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**CHUCK MOGBO, P.A.**

Certified Public Accountant

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-08/07/02--01025--011  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

August 1, 2002

Department of State  
Amendment Section  
409 East Gaines Street  
Tallahassee, FL 32399

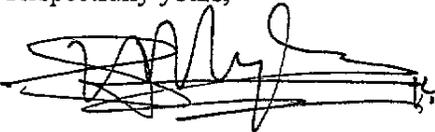
Dear Sirs:

RE: OPTIMUS PRIME INVESTMENT CORP.

Enclosed are Articles of Amendment for the captioned company along with a check for \$43.75 for processing. Please process this request accordingly.

If you need additional information, please call me at (954) 739-4669 or (954) 739-1966.

Respectfully yours,



Chuck Mogbo, P.A.

Encl.

FILED  
02 AUG -7 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

all 8/13  
amend

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

OPTIMUS PRIME INVESTMENT CORP.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 VIII

- SEE ATTACHED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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: 7/30/2002

FOURTH: Adoption of Amendment(s) (CHECK ONE)

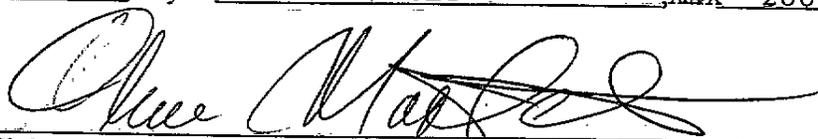
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 30th day of JULY, ~~19~~ 2002

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)

OLIVE MARKES  
Typed or printed name

DIRECTOR  
Title

**ARTICLE OF AMENDMENT**  
**OF**  
**OPTIMUS PRIME INVESTMENT CORP.**

The undersigned director(s) for the purpose of amending a corporation under the Florida General Business Corporation Act, hereby adopt(s) the following Articles of Amendment.

ARTICLE VIII DIRECTORS

[DELETE]

OLIVE MARKES/TREASURER/DIRECTOR  
4736 NW 67<sup>TH</sup> AVENUE  
LAUDERHILL, FL 33319

[ADD]

OLIVE MARKES/SECRETARY/TREASURER/DIRECTOR  
4736 NW 67<sup>TH</sup> AVENUE  
LAUDERHILL, FL 33319