

P97000010618

FILING COVER SHEET

REFERENCE: 0156. 16568
DATE: 4-28-99
CONTACT: CINDY HICKS
FROM: CORPORATE & CRIMINAL RESEARCH SERVICES
103 N. MERIDIAN STREET
TALLAHASSEE, FL 32301
TELEPHONE: 222-1173
SUBJECT: Faxon Florida, Inc.

FILED
99 APR 28 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK # 4793 FOR \$ 43.75

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-04/28/99--01047--016
*****43.75 *****43.75

PLEASE FILE:

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|--|---|--|
| <input type="checkbox"/> ARTICLES OF INC. | <input checked="" type="checkbox"/> AMENDMENT | <input type="checkbox"/> DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> ANNUAL REPORT |
| <input type="checkbox"/> FICTITIOUS NAME | <input type="checkbox"/> LIMITED LIABILITY | <input type="checkbox"/> REINSTATEMENT |
| <input type="checkbox"/> TRADEMARK/SERVICE | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |

PROVIDE US WITH:

- | | | |
|--|--|---------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF STATUS | <input type="checkbox"/> STAMPED COPY |
|--|--|---------------------------------------|

Examiner's Initials

Amend
SP 4/29/99

RECEIVED

99 APR 28 AM 10:37

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FERCON FLORIDA, INC.

FILED
99 APR 28 PM 12:13
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 **FERCON FLORIDA, INC.** (the "Corporation"), Charter #P97000010618, filed on February 3, 1997.

2. The following Amendments to the Articles of Incorporation were adopted by all of the Directors of the Corporation and the sole Shareholder of the Corporation, the number of votes cast being sufficient for approval, on June 4, 1997 in the manner prescribed by Section 607.1003 of the Act:

ARTICLE III

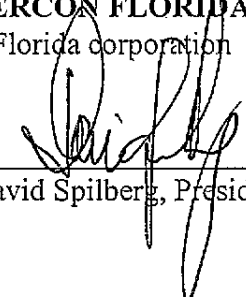
The Corporation shall have authority to issue 45,001,000 shares of Common Capital stock having a par value of \$.01 per share.

The totality of the shares are subscribed by Fercon Engenharia Com. E. Ind. Ltda., of Rio de Janeiro, Brazil, for the consideration of US\$450,000.00.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation of **FERCON FLORIDA, INC.** this ____ day of _____, 1999, to be effective on June 4, 1997.

FERCON FLORIDA, INC.
a Florida corporation



David Spielberg, President