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MINTMIRE & ASSOCIATES
ATTORNEYS AT LAW

265 SUNRISE AVENUE
SUITE 204
PALM BEACH, FLORIDA 33480
TEL: (561) 832-5696
FAX: (561) 659-5371

January 20, 1999

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

100002756231--2
-01/27/99--01044--019
*****43.75 *****43.75

Re: Cobalter, Inc. to Cartis, Inc.
Articles of Amendment

Gentlemen:

Enclosed you will find Articles of Amendment to the Articles of Incorporation for Cobalter, Inc. to be filed. Also enclosed is a check in the amount of \$43.75 which represents the following:

\$35.00 filing fee
\$8.75 certified copy fee

If you have any questions or require additional information, please call me at 561-832-5696.

Very truly yours,


Donald F. Mintmire

DFM/lrl
Encls

FILED
99 JAN 27 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC.
Amend
2-1-99
CC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
COBALTER, INC.

Pursuant to the provision 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. NAME. The name of the corporation shall be changed from Cobalter, Inc. to Cartis, Inc. The principal place of business of this corporation shall be 277 Royal Poinciana Way, Suite 155, Palm Beach, FL 33480.

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

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TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: November 18, 1998.

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 statements 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 _____"

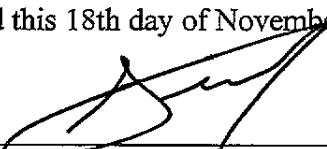
(Voting Group)

 x 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 18th day of November, 1998.

BY:



(By the Chairmand 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)

Michel Aubry

Typed or printed Name

Secretary and Treasurer

Title