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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES

Account Number : 110450000714 Phone : (850)222-1173 Fax Number : (850)224-1640 OI DEC 11 PH 12: 24
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BASIC AMENDMENT

S.P. AMERICAS, INC.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 19, 2001

S.P. AMERICAS, INC. 904 NE 132ND AVE SUNRISE, FL 33325

SUBJECT: S.P. AMERICAS, INC.

REF: P97000024732

PLEASE GIVE ORIGINAL SUBMISSION

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

We have received your written consent of the sole shareholder, however, in order to make changes in your articles of incorporation, you must Please file articles of amendment. submit an amendment.

Amendments are filed in compliance with section 607.1006; Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please calī (850) 245-6906.

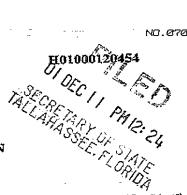
Darlene Connell Corporate Specialist

FAX Aud. #: H01000120454 Letter Number: 101A00066513

PLEASE GIVE ORIGINAL SUBMISSION

12/21/2001

DAK



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF S.P. AMERICAS, INC.

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 following amendment to the Articles of Incorporation was adopted by written consent action of the sole Shareholder of the Corporation, on November 1st, 2001 in the manner prescribed by Section 607.0704 of the Act.
- 2. Article V of the Corporation's Articles of Incorporation shall be amended and restated in its entirety to read as follows:

ARTICLE V. Capital Stock

The Corporation shall have authority to issue a total of 1,726,000 shares of common stock, par value \$1.00 per share.

- 3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain unchanged.
- 4. These Articles of Amendment to Articles of Incorporation of the Corporation shall be effective upon filing with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned being the President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of S.P. Americas, Inc. as of this 1st day of November, 2001.

> S.P. AMERICAS, INC. a Florida corporation

BY:

Fernando Escolar, President