

Florida Department of State
Division of Corporations
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BASIC AMENDMENT

S.P. AMERICAS, INC.

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AMEND
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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
DATE AS FILE DATE.

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 submit an amendment. Please file articles of 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 call (850) 245-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000120454
Letter Number: 101A00066513

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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

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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 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 1,725,000 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 Escobar, President

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