

6/27/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: EDUARDO RESPETO, INC.

AUDIT NUMBER.....H97000010657

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

97 JUN 27 PM 1:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provisions of the Articles of Incorporation of EDUARDO RESPETO, INC., a Florida corporation, filed in Tallahassee on JUNE 2, 1997 be and they hereby amended in the following particulars:

Article I be and it hereby is amended to read as follows:

" The name under which this corporation will conduct its business and be known and recognized is:

SCAN O VISION CORP."

The foregoing amendment was adopted and approved on JUNE 2, 1997, by the unanimous consent of all shareholders entitled to vote.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 2ND day of JUNE, 1997.

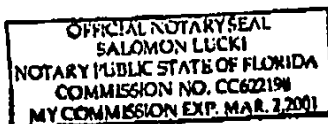
Eduardo Respeto Pres.
EDUARDO RESPETO, PRESIDENT
Eduardo Respeto Sec.
EDUARDO RESPETO, SECRETARY

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 2ND day of JUNE, 1997, by EDUARDO RESPETO, AS PRESIDENT OF EDUARDO RESPETO, INC., who is personally known to me or who has produced DRIVER LICENSE as identification and who did take an oath.

NOTARY PUBLIC:

Sign: *Salomon Lucki*
Print: SALOMON LUCKI, ESQ.
State of Florida at Large
My Commission Expires



Prepared By: Lucki, Salomon
1996 SW 1 st
Miami FL 33135
(305) 643-5792

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P.02/03

EXPIRE CORPORATE KIT

JUN-27-1997 12:41

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A F F I D A V I T

STATE OF FLORIDA)
: SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared CHARLES P. RATNER, by me first duly sworn on oath, and who produced FLORIDA DRIVERS LICENSE as identification, deposes and says:

1. That I am the President and sole stockholder of SCAN O VISION, INC.

2. That on or about June 2, 1997, Articles of Dissolution were filed for SCAN O VISION, INC.

3. That I have no intentions now or in the future to stop the dissolution of the corporation SCAN O VISION, INC.

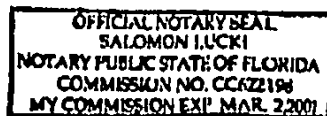
4. That I hereby relinquish all right to use the said name SCAN O VISION, INC. to the benefit of EDUARDO RESPETO, INC.

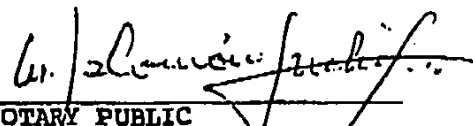
5. Affiant further states that he is familiar with the nature of an oath and with the penalties as provided by law, including penalties for perjury for falsely swearing to statements made in an instrument of this nature. Affiant further certifies and understands its contents.

FURTHER AFFIANT SAYETH NOT.


CHARLES P. RATNER

SWORN TO AND SUBSCRIBED before me this 2ND day of JUNE, 1997




NOTARY PUBLIC
Print Name: SALOMON LUCKI ESQ.
State of Florida at Large

My Commission Expires:

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