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WILLIAM E. GUY, JR.
ATTORNEY AT LAW
55 EAST OCEAN BLVD.
POST OFFICE BOX 3386
STUART, FLORIDA 34995-3386
(561) 286-7372 FAX (561) 220-3318

DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE FL 32314

July 21, 1997

FILED
91 JUL 23 PM 2:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

re: NEPTUNUS, U.S.A., INC

Dear Clerk:

I have enclosed the Amended Articles of Incorporation, previously NEPTUNIS U.S.A, INC. and now NEPTUNUS U.S.A, INC., with a check for \$35.00 for your filing fee (check #10086).

Please file this document and send back the appropriate receipt.

Sincerely,

Kim Macklem
Secretary to:

William E. Guy, Jr.

/kam

Enclosures (2)

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***\$35.00 ***\$35.00

NC
08/2/97

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NEPTUNIS U.S.A., INC.

FILED
97 JUL 23 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1 of the articles of incorporation of NEPTUNIS U.S.A., Inc., was amended by the corporation's board of directors on July 11, 1997. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0401.

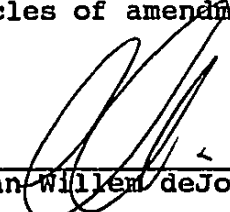
1. The former name of the corporation, filed on July 2, 1997, was NEPTUNIS U.S.A., INC.

2. Article 1 of the articles of incorporation of NEPTUNIS U.S.A., INC. was amended, due to a typographical error on the original Articles of Incorporation, to read as follows:

NEPTUNUS U.S.A., INC.

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on July 11, 1997. The amendment was unanimously approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on this 14 day of July, 1997.



Jan-Willen deJong, Director
Chairman