

197000058384

WINNER COMMUNICATIONS, INC.

3270 E. 11 Avenue
Hialeah, Florida 33013
U.S.A.

TEL:(305) 836-1199
FAX:(305) 836-4001

August 12, 1997

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Fl 32314

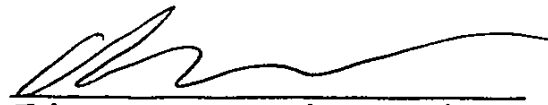
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*****43.75 *****43.75

Dear sir or madam:

Enclosed please find two pages of articles of amendment to articles of incorporation of Winner Communications, Inc., and a \$43.75 check to cover the amendment fee and a certificate of status.

Thank you very much for your prompt attention. Please do not hesitate to contact me if you have any questions.

Truly yours,



Ching Kan Wang, Vice President

FILED
97 AUG 15 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials and date: AW, DEC 8/21

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Winner Communications, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit 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 5 - Officers

(change)

President: Fernando C. Mui

Vice President & Secretary: Ching Kan Wang

Treasurer: Wai Chiu Mui

Article 6 - Director(s)

(Add)

Tit Ying Tang

Ka Tsun Tsang

Tai Kwai Ho

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:

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TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: 8/12/97

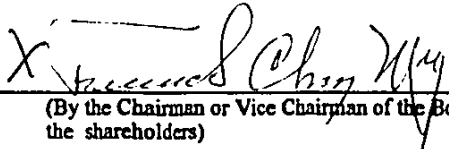
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 statement 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."

- 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 12 day of August, 19 97

Signature X 
(By the Chairman 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)

Fernando C. May
Typed or printed name

President
Title