

P97000089560

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

5/19/00 11:00 AM *[Signature]*

CERTIFIED COPY

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Amend

1.)

(CORPORATE NAME & DOCUMENT #)

USA Construction And Development Corporation

2.)

(CORPORATE NAME & DOCUMENT #)

000003258850--1

-05/19/00--01024--001

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

3.)

(CORPORATE NAME & DOCUMENT #)

*Note: Christy gave Authorization to delete
"A Florida Corporation" 5/19
[Signature]*

4.)

(CORPORATE NAME & DOCUMENT #)

5.)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

N.C.
O. COULLETTE MAY 19 2000

RECEIVED
00 MAY 19 AM 9:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
00 MAY 19 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

USA CONSTRUCTION AND DEVELOPMENT CORPORATION

FILED
00 MAY 19 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

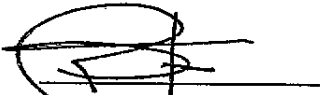
1. The name of this corporation is **USA Construction and Development Corporation** (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I - NAME

The name of this corporation shall be **USA Holdings Group, Inc.**
(the "Corporation").

3. This Amendment was adopted by unanimous written consent of the board of Directors of the Corporation.
4. This Amendment was approved by the unanimous vote of the holders of all of the Corporation's common stock, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

The undersigned has executed these Articles of Amendment on this 16th day of May, 2000.


Ralph Salas, President