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February 26, 1999

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

Re: **Eastco USA, Inc.**
Our File No.: 13903.001

400002796254--3
-03/05/99--01085--007
*****35.00 *****35.00

Dear Secretary of State:

Enclosed please find the original and a copy of the Articles of Amendment to the Articles of Incorporation of Eastco USA, Inc. Eastco USA, Inc., a Florida Corporation, has changed its corporate name to FHS Eastco USA, Inc. Please note this change for your records and file stamp the copy and return it to me in the enclosed self addressed stamped envelope. I have also attached a check for \$35.00 for the filing fee for this service.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


Eric Assouline

FILED
99 MAR -5 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENA:tw
Enclosures

cc: FHS Eastco USA, Inc.

N.C.
3-8-99
CC

ENA/L.LTRGEN/208644/13903.001

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
EASTCO USA, INC.**

Charlotte Vogel, as President of Eastco USA, Inc., a Florida corporation (the "Corporation"), hereby certifies that all of the shareholders of the Corporation hereby adopt by resolution and unanimous joint written consent, of the 24th day of February, 1999, which is hereby approved and adopted the following amendment to the Corporation's Articles of Incorporation:

Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety as follows:

ARTICLE I

The name of the corporation shall be FHS Eastco USA, Inc. The business address of the corporation is 100 North Biscayne Boulevard, Suite 607, Miami, Florida 33132.

Dated this 24th day of February, 1999.

By: _____


Charlotte Vogel
President

FILED
99 MAR -5 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned hereby certifies that the following is a true copy of the Resolution duly adopted by the Board of Directors of Eastco USA, Inc. a corporation duly organized and existing under the Laws of Florida (the "Corporation"), at a meeting duly held where a full quorum was present, and duly entered in the minutes of said meeting in the book of minutes of the corporation, and that said Resolution is in conformity with the applicable laws of the State of Incorporation's articles of incorporation so that this resolution shall be in full force and effect.

It is hereby:

RESOLVED: That the Corporation, has changed its corporate name from Eastco USA, Inc., to FHS Eastco USA, Inc.

FURTHER

RESOLVED: That the business address of the Corporation is 100 North Biscayne Boulevard, Suite 607, Miami, Florida 33132.

Dated this 24th day of February, 1999.

Eastco USA, Inc. hereinafter
FHS Eastco USA, Inc.

By: _____


Charlotte Vogel
President