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Law Offices of
JOEL R. LAVENDER & ASSOCIATES, P.A.
507 Southeast 11th Court
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98 APR 17 AM 8:33
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Fax (954) 523-1221

April 14, 1998

Secretary of State, State of Florida
409 E. Gaines Street
Tallahassee, FL 32399

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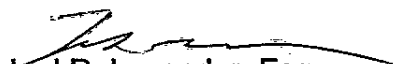
Re First Star Specialties, Inc./USA Specialty Group, Inc.

Gentlemen:

Enclosed please find the Articles of Amendment changing the name of First Star Specialties, Inc., to USA Specialty Group, Inc., together with my check in the amount of \$35.00, representing your filing fee.

Please return your certification of this filing to this office. If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


Joel R. Lavender, Esq.
JRL:sls
Enclosure

VS APR 23 1998

N/C

ARTICLES OF AMENDMENT

Pursuant to the provisions of Section 607.187, Florida Statutes, the undersigned corporation, as executed by its President and Secretary and acknowledged by its Secretary, hereby executes these Articles of Amendment as follows:

- A. The name of the corporation is FIRST STAR SPECIALTIES, INC.
- B. The Amendment as duly adopted is as follows:

The name of the corporation shall be changed from FIRST STAR SPECIALTIES, INC. to USA SPECIALTY GROUP, INC.

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The above Amendment was unanimously adopted at a Special Meeting held on the 12th day of FEBRUARY, 1998, by the Board of Directors on FEBRUARY 12, 1998, and by the Shareholders of the Corporation on FEBRUARY 12, 1998, in accordance with Florida Statutes 607.181, as evidenced by the execution of these Articles of Amendment.

CORPORATE SEAL

FIRST STAR SPECIALTIES, INC.

ATTEST:

Its Secretary

BY:

Its President

Director/Shareholder

Director/Shareholder

STATE OF FLORIDA
COUNTY OF

The foregoing Articles of Amendment were acknowledged before me by, MARK L. Blocker, as President and Director/Shareholder of FIRST STAR SPECIALTIES, INC., a Florida corporation, this 12th day of March, 1998.

Notary Public
State of Florida at Large

My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
DEBORAH J. PULEO-SEITZ
COMMISSION # CC624184
EXPIRES 2-25-2001
BONDED THRU ASA 1-888-NOTARY1