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NAME: MAGNA MEDICAL SYSTEMS, INC.
AUDIT NUMBER.....H98000015133
DOC TYPE.....BASIC AMENDMENT
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ARTICLES OF AMENDMENT

KNOW ALL MEN BY THESE PRESENTS: The undersigned, as President and Secretary of MAGNA MEDICAL SYSTEMS, INC., a Florida corporation, do hereby certify that the following amendment to the Articles of Incorporation was approved by a majority vote of the shareholders and by a majority vote of the directors of said corporation on the 13th day of August, 1998, and that the number of votes cast for the amendment by the shareholders and directors respectively was sufficient for approval by such voting group:

"AMENDMENT

The name of this corporation is hereby changed from MAGNA MEDICAL SYSTEMS, INC. to MAGNA CAPITAL CORP."

IN WITNESS WHEREOF, the undersigned, as President and Secretary, have caused the seal of said corporation to be affixed to these Articles of Amendment, at Aventura, Florida, on this 13th day of August, 1998.

MAGNA MEDICAL SYSTEMS, INC.
CORPORATE SEAL
1997

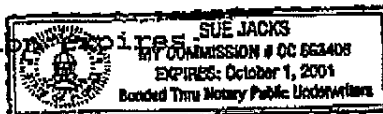
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Louis O. Gonzalez
Louis O. Gonzalez, President

Iris J. Gonzalez
Iris J. Gonzalez, Secretary

The foregoing instrument was acknowledged before me this 13th day of August, 1998, by Louis O. Gonzalez and Iris J. Gonzalez, as President and Secretary respectively of MAGNA MEDICAL SYSTEMS, INC., a Florida corporation, on behalf of the corporation, who are personally known to me or produced as identification.

My commission expires



Sue Jacks
Notary Public, State of Florida

Sue JACKS
Print name of notary public

THIS INSTRUMENT PREPARED BY:

Norman Leopold, Esquire
LEOPOLD & LEOPOLD, P.A.
20801 Biscayne Blvd., #501
Aventura, FL 33180
Telephone: (305) 935-3500
Florida Bar No.: 163308

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SPECIAL MEETING OF STOCKHOLDERS AND DIRECTORS
of
MAGNA MEDICAL SYSTEMS, INC.

The special meeting of the stockholders and directors of MAGNA MEDICAL SYSTEMS, INC., was held on the 13th day of August, 1998.

Present were the following:

Louis O. Gonzalez
Iris J. Gonzalez
Lisette Gonzalez Nunez
Andres Ramos
Lisa Gonzalez Ramos
Leslie Gonzalez Smith

The secretary then presented a written call and waiver of the time and place of the meeting, and the same was ordered filed and spread at length upon the minutes.

The president then indicated that it was in the best interests of the corporation to change its name. Following discussion and upon motion duly made, seconded and unanimously carried, it was

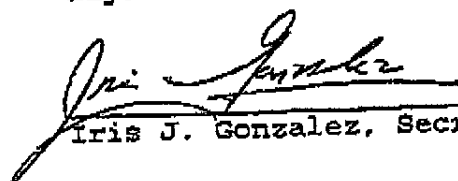
RESOLVED that the name of the corporation be changed from MAGNA MEDICAL SYSTEMS, INC., to MAGNA CAPITAL CORP.

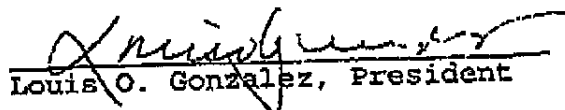
FURTHER RESOLVED that the president and secretary of the corporation be and they are hereby authorized and directed to execute and file a certificate of change of name with the Secretary of State of Florida, pursuant to the statute applicable in such cases.

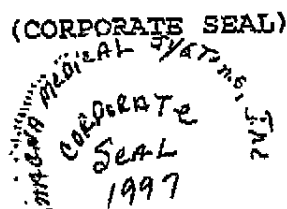
The president then stated that in view of the change of name, a new corporate seal would be required and new stock certificates would have to be issued. Upon motion duly made, seconded and unanimously passed, it was

RESOLVED that the secretary of the corporation be and he is hereby authorized and directed to purchase the new corporate seal and to issue new shares of stock to the existing shareholder(s) of the corporation, according to his or her interest therein and subject to the same restrictions, if any.

THERE BEING NO FURTHER business to come before the meeting, upon motion duly made, seconded and carried, the meeting was adjourned.


Iris J. Gonzalez, Secretary


Louis O. Gonzalez, President



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