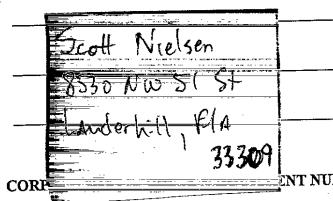
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VALUE	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS
Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
 Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

amend.

VS AUG 7 1998

Examiner's Initials

ARTICLES OF AMENDMENT TO THE ARTICLES

OF INCORPORATION OF

LUBRIOIL WORLDWIDE, INC.

To: Department of State Tallahassee, Florida 32314

Pursuant to the provisions of FS Section 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

- 1. The name of the corporation is Lubrioil Worldwide, Inc.
- 2. The following amendment of the articles of incorporation were adopted by the shareholders of the corporation on July 16, 1998 in the manner prescribed by the Florida Business Corporation Act.

ARTICLE SEVEN

The number of directors constituting the corporation's initial board of directors is five (5). The name and addresses of each person who is to serve as a member of the initial board is:

Coral Gables, Fla. Morton A. Gregg Wellington, Fla. Bruce Gregg Surfside, Fla. Harry Levy Ft. Lauderdale, Fla. Scott Nielson Bethseus Edwin du Toit

The shareholders, by majority vote, shall have the right at any regular meeting or at any special meeting call for such purpose, to remove any director of the corporation with or without cause.

South Africa

- 3. The number of shares outstanding at the time of adoption was 500; and the number of shares entitled to vote on the amendments was 500.
- 4. The number of shares voting for the amendment was 500; and the number of shares voting against the amendment was 0 and the amendment was approved by unanimous consent.

Signed this 3) day of) u) , 1998.	-
Signature Moston a Grega	
Morto N A GREG6 Type or Print Name	- · ·
President	, s, we-

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