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TRANSMITTAL LETTER

FILED
DEC-7 AM 10:25
TALLAHASSEE, FLORIDA

AMENDMENT SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

SUBJECT: CONQUER USA CORP

ENCLOSED PLEASE FIND AN AMENDMENT TO ARTICLES OF
INCORPORATION AND A CHECK IN THE AMOUNT OF: \$ 87.50

600002704846--5
-12/07/98--01128--010
*****87.50 *****43.75

From:

KENDALL TAX ACCOUNTING CORP.
9745 SUNSET DR., SUITE 201
MIAMI, FLORIDA 33173-4649
(305) 279-1411

Amend.
LFS
12-21-98

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CONQUER USA CORP.

FILED
93 DEC -7 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE IX:

RILTON ANTONIO COSTA NUNES IS NAMED VICE-PRESIDENT OF
THE CORPORATION. ADDRESS: 8500 S.W. 109TH AVE. # 212
MIAMI, FL 33173

ARTICLE X:

THE NUMBER OF SHARES DISTRIBUTION WILL BE AS FOLLOWS:

VANDERLEI M. FLORES PRESIDENT/SECRETARY 245 SHARES (49%)
RILTON ANTONIO COSTA NUNES VICE-PRESIDENT 255 SHARES (51%)

VANDERLEI M. FLORES
PRESIDENT/SEC.

RILTON ANTONIO COSTA NUNES
VICE-PRESIDENT

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: NOVEMBER 24TH, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

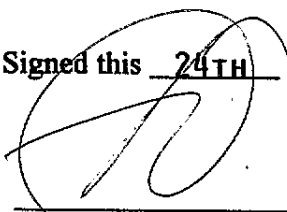
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24TH day of NOVEMBER, 19 98

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

VANDERLEI M. FLORES

Typed or printed name

PRESIDENT/SECRETARY

Title