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LJ ASSOCIATES

Accountants, Tax Specialists, Consultants
Palm Lakes Plaza

Tel. (954) 978-1356
Fax (954) 978-8961

7344 W. Atlantic Blvd.
Margate, FL 33063

July 28, 1999

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-08/02/99-01133--009
*****35.00 *****35.00

Secretary of State
Division of Corporations
Amendment Section
P. O. Box 6327
Tallahassee, FL 32314

RE: Advanced Cellular, Inc.
10212 Vestal Court
Coral Springs, FL 33071

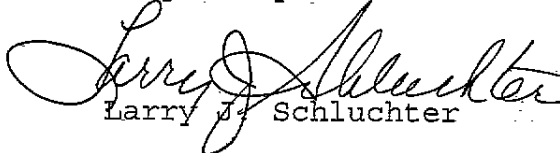
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99 AUG -2 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir\Madam:

Enclosed please find the original and one copy of Articles of Amendment to Articles of Incorporation, together with a check in the amount of \$35.00. The Amendment changes the corporation name to Mega Tan U.S.A., Inc.

This represents the cost of the Filing Fees for the above named corporation.

Very Truly Yours


Larry J. Schluchter

N/C

V. SHEPARD AUG 10 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Advanced Cellular, Inc.

(present name)

FILED
99 AUG -2 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I- Corporate Name

Name change from Advanced Cellular, Inc. to Mega Tan U.S.A., Inc.

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: 7-27-99

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

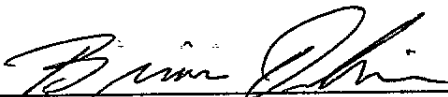
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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 27 day of July, 19 99

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)

Brian Temkin

Typed or printed name

President

Title