

P98000086704

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(Address)

(City/State/Zip/Phone #)

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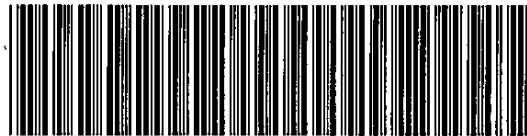
(Business Entity Name)

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*Amend*

10/09/06--01042--005 \*\*131.25

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2006 OCT -9 AM 9:22

*ADP  
10/10/06*

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Capitol Investments USA, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** P98000086704

The enclosed Officer/Director Resignation for a Corporation and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marc R. Levinson, Esq.

(Name of Person)

Shook, Hardy & Bacon LLP

(Name of Firm/Company)

201 South Biscayne Blvd., Suite 2400

(Address)

Miami, Florida 33131-4332

(City/State and Zip Code)

For further information concerning this matter, please call:

Marc R. Levinson, Esq.

(Name of Person)

at ( 305 ) 358-5171

(Area Code & Daytime Telephone Number)

Enclosed is a check for \$35.00 made payable to the Florida Department of State.

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Mailing Address:**

Amendment Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
CAPITOL INVESTMENTS USA, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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1. The name of the corporation is **CAPITOL INVESTMENTS USA, INC.**  
(the "Corporation").
2. Article 3 of the Articles of Incorporation is amended to read as follows:  
  
The Corporation shall have the authority to issue 4000 shares of common stock, in one class only, each with a par value of \$1.00.
3. The Amendment was recommended to the Board of Directors and the Corporation's shareholders on January 1, 2006.
4. This Amendment was approved by the holders of a majority of the Corporation's common stock, and the number of votes in favor of the Amendment was sufficient for approval.
5. Except as herein modified, all other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

**IN WITNESS WHEREOF**, CAPITOL INVESTMENTS, USA, INC.  
have caused this Articles of Amendment to be executed on the 1 day of January, 2006.

**CAPITOL INVESTMENTS USA, INC., a**  
Florida corporation

By: \_\_\_\_\_

**NEVIN K. SHAPIRO**, Vice President

**STATE OF FLORIDA** )  
**COUNTY OF MIAMI-DADE** )

The foregoing instrument was acknowledged before me this 1st day of January, 2006, by **NEVIN K. SHAPIRO**, Vice President of **CAPITOL INVESTMENTS USA, INC.**, on behalf of the corporation, who is ( ) personally known to me or ( ) produced a Florida driver's license as identification.

**NOTARY PUBLIC, STATE OF FLORIDA**

My Commission Expires:

[NOTARIAL SEAL]

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