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BASIC AMENDMENT

VIKING AMERICAN CORPORATION

|                       |         |
|-----------------------|---------|
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AMEND  
DEC 17/98

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(3)

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
VIKING AMERICAN CORPORATION

FILED  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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:

RESOLVED that:

FIRST: Article X shall be changed as follows. The following shall be appointed as new Vice President of the aforementioned corporation:

ALEX CHELTSOV

Post office address is 800 S.W. 18th Street, Boca Raton, FL 33486.

SECOND: Article X shall further be changed as follows. The following shall be appointed as new Director and President:

IGOR KAZAKOV

Post office address is 800 S.W. 18th Street, Boca Raton, FL 33486.

THIRD: Article X shall further be changed as follows. The following shall be appointed as new Vice President, Treasurer, and Secretary:

VLADIMIR KOLCHKOV

Post office address is 800 S.W. 18th Street, Boca Raton, FL 33486.

The date of the Amendment's adoption was December 15th, 1998.

Prepared By:  
Mark Katsman, Esq.  
9350 South Dixie Hwy., PH2  
Miami, FL 33156  
Tel: (305) 670-9994  
Fl. Bar No.: 0075604

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FOURTH: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

Signed this December 14th, 1998

VIKING AMERICAN CORPORATION

  
Vladimir Kolchikov  
DIRECTOR

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.

  
By: Mark Katsman  
Registered Agent

Prepared By:  
Mark Katsman, Esq.  
9350 South Dixie Hwy., PH2  
Miami, FL 33156  
Tel: (305) 670-9994  
Fl. Bar No.: 0075604

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