

P 98000102963

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BASIC AMENDMENT

THE PEN ARCHITECTS GROUP, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 31, 1999

THE PEN ARCHITECTS GROUP, INC.
1101 BRICKELL AVENUE
MIAMI, FL 33131

SUBJECT: THE PEN ARCHITECTS GROUP, INC.
REF: P98000102963

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE CORPORATE CHARTER NUMBER IN THE FIRST PARAGRAPH IS WRONG. IT SHOULD READ "P98000102963."

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Karen Gibson
Corporate Specialist

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P.01/03 305 541 3770

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**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE PEN ARCHITECTS GROUP INC.**

Pursuant to the provisions of the Florida Business Corporation Act (the "Act"), the undersigned, **THE PEN ARCHITECTS GROUP, INC.** a Florida corporation (the "Company"), which was originally filed with the Secretary of State of the State of Florida on Dec 10, 1998, Corporate Charter Number P92000102963, adopts the following Amendment to its Articles of Incorporation:


FIRST: The following shall be the new name of the Company:

WALDMAN USA INC.


SECOND: This amendment was adopted on the March 19, 1999.

THIRD: This amendment was approved by the shareholders by unanimous vote.

IN WITNESS WHEREOF, the undersigned being all the President of the Company has executed this Certificate of Amendment to Articles of Incorporation of the Company this 19 day of March 1999.


Luis Raul Loyola, President

Alejandro Constantino acct
728 S.W. 100th Ct Circle
Miami, FL 33174
(305) 226-8644


ALEJANDRO CASAR CONSTANTINO
Commission # CC 767955
Expires SEP 9, 2002
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ATLANTIC BONDING CO., INC.

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