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April 26, 1999

Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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FILED
99 APR 30 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTN: Amendment Section

Re: **Daewoo Electronics Central America Inc.**
Our File No. 98-845

Dear Sir/Madam:

Enclosed please find the Certificate of Amendment to the Articles of Incorporation of Daewoo Electronics Central America Inc. for processing. Enclosed you will find our check in the amount of $35.00 to cover the filing fee.

Should you have any questions or need additional information, please contact the undersigned. Thank you.

Sincerely,

David Mangiero
bds

David Mangiero, Esq.

Signed for Mr. Mangiero in his absence to prevent delay in Mailing.

DM/bds

Enc. - Amendment
- Check

I:\WORK\BECKY\DIVCORP.LTR

Amend

VB 5-7-99

FILED
99 APR 30 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
DAEWOO ELECTRONICS CENTRAL AMERICA INC.

The undersigned EUNG JOON CHOI and HYONG SOK LEE, being the sole shareholders, officers and directors of DAEWOO ELECTRONICS CENTRAL AMERICA INC., a Florida corporation, ("Corporation") do hereby certify that the following is a true and correct copy of a RESOLUTION duly adopted by the Board of Directors and Shareholders of the Corporation at a Joint Special Meeting personally attended by all of the members of the Board of Directors and all of the Shareholders, which Joint Special Meeting was duly called in conformity with the By-Laws of the Corporation and was held at 8525 NW 53 Terrace, Miami, Florida on the 12th day of March, 1999.

RESOLVED that the number of authorized shares of capital stock for the Corporation shall be increased from 10,000 to 300,002.

There be no further business, the meeting was, upon motion duly made and seconded and unanimously carried, adjourned.

The undersigned further certify that the foregoing resolution has not been modified or changed in any way and are at the date of this Certificate in full force and effect.

In Witness Whereof, the undersigned have hereunto subscribed their names and affixed the seal of the Corporation this 31 St day of March, 1999.

HYONG SOK LEE
PRESIDENT/SHAREHOLDER/DIRECTOR

EUNG JOON CHOI
VICE PRESIDENT/SECRETARY/TREASURER/
SHAREHOLDER/DIRECTOR

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

Personally appeared before me, the undersigned authority, HYONG SOK LEE, President/Shareholder/Director, and EUNG JOON CHOI, Vice President/Secretary/Treasurer/Shareholder/Director, all to me well known and known to me to be the individuals who subscribed to the foregoing Certificate and who, upon being first duly sworn, depose and say that they executed the foregoing Certificate for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my Official Seal at Miami-Dade County, Florida on this 31st day of March, 1999.

Jong H. Lee

Notary Public

My commission expires:

Notary Public
JONG H LEE
State of Florida
My Comm. Exp: 12/15/00
Comm#: CC607693

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