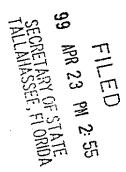
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF CRIF NORTH AMERICA CORPORATION



Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the Corporation is **CRIF NORTH AMERICA CORPORATION** (the "Corporation"), Charter #P99000008255, filed on January 26, 1999.
- 2. The following Amendments to the Articles of Incorporation were adopted by all of the Directors of the Corporation and all of the Shareholders of the Corporation, the number of votes cast being sufficient for approval, on April 20,1999 in the manner prescribed by Section 607.1003 of the Act:

ARTICLE IV

This Corporation shall have the authority to issue Eleven Million Six Hundred Thousand (11,600,000) shares of Common Stock, having a par value of \$.01 per share.

ARTICLE V

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty percent (50%) of the shares entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.
- 3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Articles of Incorporation of CRIF NORTH AMERICA CORPORATION this 20th day of April, 1999.

CRIF NORTH AMERICA CORPORATION, a Florida corporation

Carlo Charardi Progidant