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ROBERT J. BERTRAND ATTORNEY AT LAW

October 17, 2002

GRAY HARRIS LANE TROHN

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LAKELAND, FLORIDA 33802-0003

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VIA FEDERAL EXPRESS

FLORIDA DEPARTMENT OF STATE Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re.

PDM Systems U.S.A., Inc., Articles of Amendment

Gentlemen:

Enclosed please find the original and a duplicate of Articles of Amendment to the Articles of Incorporation of PDM Systems U.S.A., Inc. (Document Number P99000017603), amending the Board of Directors.

After examination, please file the original of the Articles of Amendment and return the duplicate to the undersigned dulycertified to show the date of filing.

Also enclosed is this firm's check in the amount of \$78.75 to cover the filing fee of \$35.00, the amendment fee of \$35.00 and the certified copy fee of \$8.75.

Of course, if there are any questions concerning the enclosed Articles of Amendment, please contact the undersigned collect at 863/284-2213 in Lakeland.

Yours very truly

Thanking you for your usual cooperation, I am

RJB/mcd Enclosures

XC:

Mr. Philippe Martin

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF PDM SYSTEMS U.S.A., INC.



Article VII of the Articles of Incorporation of PDM SYSTEMS U.S.A., INC., a
 Florida corporation (Document Number P99000017603) is hereby amended to read as follows:

"ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the directors of the corporation are:

Andre Martin 205 Lake Huron Drive Mulberry, Florida 33860

Philippe Martin 14 Kinalea Cr. Stittsville, ON K2S 1K9

2. The foregoing amendment was adopted by the unanimous written consent of all of the shareholders and all of the directors of this corporation on October 8, 2002.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this _______ day of October, 2002.

ANDRE MARIN

President of PDM Systems U.S.A., Inc.