

P99000034097



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*****35.00 *****35.00

November 24, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Rosa Engineering International, Inc.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of an Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the sum of \$35.00 representing the fee to file the same. Please file the Amendment and return one stamped copy to me at the above-address. Thank you for your assistance in this matter.

Respectfully,

Terrence F. Lenick

FILED
99 DEC -9 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TFL:mcj
Enclosure

Amend
T. LEWIS DEC 16 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 30, 1999

TERRENCE F. LENICK, ESQ.
P. O. BOX 430
BONITA SPRINGS, FL 34133-0430

SUBJECT: ROSA ENGINEERING INTERNATIONAL, INC.
Ref. Number: P99000034097

We have received your document for ROSA ENGINEERING INTERNATIONAL, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The name and title of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 899A00056680

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ROSA ENGINEERING INTERNATIONAL, INC.

FILED
99 DEC -9 PM 2:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

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:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1. The name of the corporation is ROSA ENGINEERING INTERNATIONAL, INC.

2. The following amendment of the Articles of Incorporation was adopted by the shareholders of the corporation on October 28, 1999, in the manner prescribed by the Florida General Corporation Act:

ARTICLE V - REGISTERED AGENT

The ~~initial~~ registered office of this Corporation shall be at 1305 Homestead Road, Suite D&E, Lehigh Acres, FL 33936, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The ~~initial~~ registered agent at that address shall be Heinz Pfuner.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: October 28, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

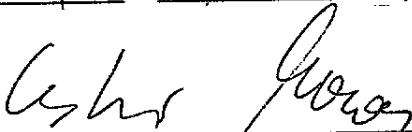
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 21 of November, 19 99

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OSKAR J.G. MAAS, CHAIRMAN

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

ACCEPTANCE BY REGISTERED AGENT

I, HEINZ PFUNER, the Registered Agent appointed by the above and foregoing Articles of Incorporation, do hereby simultaneously accept such designation as Registered Agent for said Corporation and I do hereby further state that I am familiar with and accept the obligation provided for a Registered Agent in Chapters 607.0501 and 607.0505 of the Florida Statutes.

DATED this 24 day of November 1999.



HEINZ PFUNER, Registered Agent