

P99000092878

GLENN G. KOLK

Attorney and Counselor

520 Brickell Key Drive, Suite 1606

Miami, FL 33131

305 374-5200

Fax 305 374-4010

gkolk@BellSouth.net

April 25, 2001

DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

300004092313--5
-04/30/01--01118--007
*****140.00 *****35.00

Re: Overseas Technical Services, Inc. - Diss.

Dear Madam or Sir:

I represent in this matter both the present corporation, Overseas Technical Services, Inc., (P 99 0000 92878), and the proposed new corporation which wishes to adopt the same name. This process is part of a business transaction wherein the business and asstes, *including the name* of the old corporation is being transferred to a newly formed corporation.

To accomplish this the parties, all my clients, have authorized the existing corporation to change its name to "Old OTS, Inc." This will open up the use of the name, provided the old corporation consents, for the new entity. Thus enclosed are the Articles of Incorporation for a new corporation using the name "Overseas Technical Services, Inc."

As a follow on matter, we wish to dissolve the existing corporation, now under the name "Old OTS, Inc." and Articles of Dissolution are enclosed for that purpose.

The two \$35 filing fees for the Articles Amendment and Dissolution, plus the fee \$70 for the new corporation are enclosed.

Should there be any question or problem, please contact the undersigned by phone or email. Thank you for your attention to this matter.

Very truly yours,

Glenn G. Kolk

Encl.

cc: Mr. A. Mangachi

S. PAYNE MAY 8 - 2001

FILED
01 APR 30 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

01 APR 30 PM 2: 53

CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION
By Resolution Adopted by a Meeting of the Shareholders

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OVERSEAS TECHNICAL SERVICES, INC
To Be Renamed: "Old OTS, Inc."

April 9, 1997

The above corporation has amended its Articles of Incorporation and for this purposes states:

1. The name of this corporation, prior to the subject amendment changing its name, is OVERSEAS TECHNICAL SERVICES, INC. The Florida Secretary of State Document Number of this corporation is P99 0000 92878.

2. The text of the only amendment of the Articles of Incorporation adopted reads as follows:

Article One of the Articles of Incorporation is amended
and shall read as follows:

The name of the corporation shall be "OLD OTS, INC."

3. The Amendment to the Articles of Incorporation was adopted on April 9, 2001, to be effective from April 9, 2001.

4. The Amendment to the Articles of Incorporation was approved by the shareholders by a unanimous vote of the shareholders in attendance at the annual general meeting of the shareholder held on April 9, 2001, at which a quorum was attained.

Signed in Miami, Florida, on April 9, 2001.


Alfredo Mangachi, President