

1/06/98

FLORIDA DIVISION OF CORPORATIONS
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((H98000000291 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: EXPOENT INTERNATIONAL, INC.
AUDIT NUMBER.....H98000000291
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 2
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RECEIVED
98 JAN -7 AM 8:30
DIVISION OF CORPORATIONS

FILED
98 JAN -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
1/7/98
De

H98000000291

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

EXPOENT INTERNATIONAL, INC.

S10329

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE UNDERSIGNED
CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:FILED
98 JAN -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDAFIRST:
AMENDMENT ADOPTED:

1 -- THE NEW BOARD OF DIRECTORS WILL BE:

MARCELO ANGEL BARNIGUEL
PRESIDENT, VICE-PRESIDENT, SECRETARY, TREASURER & DIRECTOR
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 FOLLOW:

THIRD:

THE DATE OF EACH AMENDMENT'S ADOPTION: DECEMBER 04TH 1997.

FOURTH:

ADOPTIONS OF AMENDMENTS:

X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF
DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT
REQUIRED.THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF
VOTES CAST FOR THE AMENDMENT(S) WAS/WERE SUFFICIENT FOR THE APPROVAL.THE AMENDMENT(S) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH
VOTING GROUPS.(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING
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)

SIGNED THIS 04TH DAY OF DECEMBER, 1997.

EXPOENT INTERNATIONAL, INC.

BY: _____

(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

Typed or printed name: AMARO DE SOUZA R FILHO
Title: INCORPORATOR \ DIRECTORPREPARED BY: GUILLERMO UBIETA, JR.,
8045 NORTH WEST 36TH STREET SUITE 525, MIAMI, FL. 33166 (305) 597-4511