

Tel: (813) 467-9505 Fax: (813) 467-9605

Charles R. Fagan, CPA, P.A.

Certified Public Accountant

551454

1408 Court Street

Clearwater, Florida 33756

December 17, 1997

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

000002384160--4  
-12/29/97--01033--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Monaco Corporation International.

Please signify receipt of the application by stamping the attached copy of the letter and returning in the enclosed envelope.

Sincerely,

*Charles R. Fagan, CPA*

Charles R. Fagan, CPA

enc./pw

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JAN 28 PM 3:48

APPROVED  
AND  
FILED

*OK*  
*551454*  
*NC*  
*HR*  
*1-28-98*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 14, 1998

CHARLES R. FAGAN  
1408 COURT STREET  
CLEARWATER, FL 33756

SUBJECT: MONACO RESTAURANT CORPORATION  
Ref. Number: S51454

We have received your document for MONACO RESTAURANT CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment cannot be adopted and executed by an incorporator if directors have been selected. Please amend your document accordingly.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 998A00002054

*Completed  
S5 6576*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**MONACO RESTAURANT CORPORATION**  
(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) to be amended, added or deleted)

ARTICLE I

The corporation is changing its name to: MONACO TRANSLATION, INC.

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: December 17, 1997.

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.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JAN 28 PM 3:48  
APPROVED  
AND  
FILED

\_\_\_\_\_ 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)

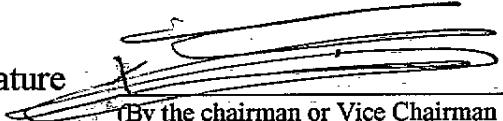
~~X~~

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 17th day of December, 1997.

Signature

  
\_\_\_\_\_  
(By the chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by shareholders.)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

\_\_\_\_\_  
Eric Cederman

(Typed or printed name)

\_\_\_\_\_  
Chairman

(Title)