

V35220

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September 24, 1999

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(850) 487-6052

Via Overnight Delivery

Re: Amendment to Articles of Incorporation for AMHOME USA, INC.
Document #V35220; FEI # 59-3137372

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-09/27/99--01114--004
*****52.50 *****52.50

Gentlemen:

Enclosed is an original and one (1) copy of the Amendments adopted to the Articles of Incorporation of AMHOME USA, INC. and a check for:

\$52.50 for Filing Fee, a Certified Copy & a Certificate of Status

Please forward a certified copy of the Amendments to Articles of Incorporation and Certificate of Status to me at:

Maxwell G. Battle, Jr.
Battle & Edenfield, P.A.
206 Mason Street
Brandon, FL 33511
(813) 685-3014

Very Truly Yours,

Maxwell G. Battle, Jr.
for Maxwell G. Battle, Jr.
cc: File

Amend
LF 9-29-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 AM 11:07

99 SEP 27 AM 11:07

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
AMHOME USA INCORPORATED
A FLORIDA CORPORATION**

Pursuant to Section 607.1006, Florida Statutes and the Florida Business Corporation Act, certain amendments to the Articles of Incorporation of AMHOME USA INCORPORATED, a Florida Corporation, Document # V35220, FEI # 59-3137372, are adopted as follows :

ARTICLE II

CAPITAL STOCK

The provisions of Original Article II are deleted and the following provisions substituted in their place:

The Corporation is authorized to issue 50,000,000 shares of common stock having a par value of \$0.01 per share. No shares have preemptive rights. There shall be no cumulative voting rights. Two shares of common stock shall be exchanged for each share of non voting stock outstanding.

Further, the following Articles are added to the Articles of Incorporation:

ARTICLE V

DURATION

The duration of the corporation shall be perpetual.

ARTICLE VI

BUSINESS PURPOSE

The corporation shall be authorized to engage in all lawful business authorized by the Law of the State of Florida and is organized for all lawful purposes, objects and acts.

ARTICLE VIII

CORPORATION TO BE MANAGED BY BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors which shall consist of not less than three (3) Directors. The number of Directors may be increased or decreased from time to time by amending the By-Laws of the Corporation, but the number of Directors shall never be less than three (3) Directors.

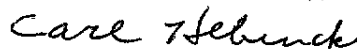
ARTICLE IX

BY-LAWS

The By-Laws of the Corporation may be amended only by affirmative vote of the Shareholders.

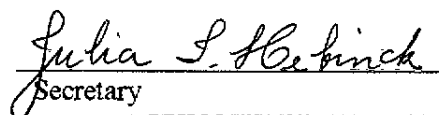
The foregoing Articles of Amendment to the Articles of Incorporation of AMHOME USA INCORPORATED, a Florida Corporation were adopted on September 24, 1999 and shall become effective upon filing of same with the Secretary of State, State of Florida. These Articles of Amendment were adopted by affirmative unanimous vote of all shareholders entitled to vote on the amendments and therefore the number of votes cast for the amendments was sufficient for approval.

In witness whereof Carl L. Hebinck, President and Chairman of the Board has executed these Amendments to Articles of Incorporation of AMHOME USA INCORPORATED, a Florida Corporation, this 24 Day of September, 1999.



Carl L. Hebinck, President and
Chairman of the Board

Attest:

 (SEAL)
Secretary

ACKNOWLEDGEMENT

On the 24th Day of September, 1999, personally appeared before me, Carl L. Hebinck, who is personally known to me, or produced _____ as identification, and after being first duly sworn, acknowledged that he executed the foregoing for the purposes set forth therein.

Carl L. Hebinck

Carl L. Hebinck

Notary Public, State of Florida

Name: Faleena A. Hamid

My Commission expires:

(SEAL)

