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FILED
99 NOV -1 AM 10: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARCHIE J. RYAN, III
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October 28, 1999

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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-11/01/99-01092-016
*****43.75 *****43.75

Re: INNOVATIONS COMPANY USA, INC.
Our File No. 16766G

Greetings:

Enclosed please find the Original Articles of Amendment to Articles of Incorporation for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Amendment to Articles of Incorporation which we request you certify and return to us.

Also enclosed please find Ryan & Ryan Trust Account check number 10781, payable to the Secretary of State in the sum of \$43.75 to cover the following items:

Filing Fees	\$ 35.00
Certified Copy	8.75
Total	\$ 43.75

Thank you for your assistance in this matter.

*Michael Benden gave authorization
to correct the date of adoption.
11/12 JB*

Very truly yours,

Michael S. Bender
MICHAEL S. BENDER

Enclosures

N/C

V SHEPARD NOV 10 1999

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

P2 ENTERPRISES, INC.

(present name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*)

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be: **INNOVATIONS COMPANY USA, INC.**

In all other respects, the Articles remain the same.

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 27, 1999

To be effective October 29, 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 27 day of October, 1999.

Signature

Paul Leger

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Paul Leger

Typed or printed name

President

Title