



SAC *of America, Inc.*

440 Main Street
Ridgefield, CT 06877
203/438-4918 Fax 203/438-0027

Providing Safe Alternatives for the Environment

514686

July 19, 2001

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Reinstatement

000004506260--1
-07/30/01--01002--020
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed herewith please find a check in the amount of \$1,050.00, which amount represents the fees for bringing Safe Alternatives Corporation of America, Inc. into good standing with your office, along with a 2001 Uniform Business Report, Reinstatement Form, and Amendments to Articles of Incorporation.

If you have any questions please do not hesitate to call my office.

Very truly yours,

Richard J. Fricke

RJF/sm
Enclosures

FILED
01 JUL 30 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

S. PAYNE JUL 30 2001

OK to
add shareholder
approval not
required -



SAC *of America, Inc.*

440 Main Street
Ridgefield, CT 06877
203/438-4918 Fax 203/438-0027

Providing Safe Alternatives for the Environment

July 26, 2001

Personal & Confidential

ATTN: Ms. Susan Payne
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32311

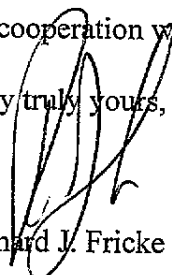
RE: Filing Fees

Dear Ms. Paine:

Pursuant to our telephone conversation earlier today, enclosed herewith please find my check in the amount of \$35.00, which amount shall serve to bring the filing fees previously provided up to date and current, as I understand that the check previously provided was deficient in the amount of \$35.00.

Thank you for your courtesy and cooperation with this matter.

Very truly yours,


Richard J. Fricke

RJF/sm
Enclosure

SAFE ALTERNATIVES CORPORATION OF AMERICA, INC.

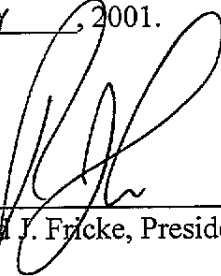
AMENDMENT TO
ARTICLES OF INCORPORATION

At a meeting of the Board of Directors, held on June 11, 2001, the following resolution was passed unanimously -Shareholder approval was not required.

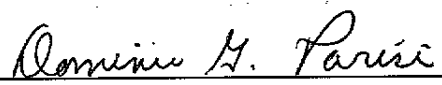
BE IT RESOLVED THAT:

Safe Alternatives Corporation of America, Inc. is hereby authorized to issue one hundred seventy five million (175,000,000) shares of common stock at \$0.0001 par value.

Dated this 5th day of JULY, 2001.



Richard J. Fricke, President



Dominic G. Parisi, Secretary

FILED
01 JUL 30 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA