

H32242

CIS.com INC.

4770 BISCAYNE BLVD., PH-F
MIAMI, FL 33137
TEL: (305)438-0020

July 23, 2001

Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

200004495842--7
-07/25/01--01078--024
*****43.75 *****43.75

Re: Articles of Amendment to Articles of
Incorporation of CIS.com Inc.

Gentlemen/Ladies:

Enclosed herewith find the original and duplicate copy of the Articles of Amendment to Articles of Incorporation of CIS.com Inc.

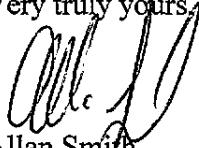
Please forward all correspondence to CIS.com Inc., P.O. Box 370219, Miami, FL 33137-0219.

The enclosed check in the amount of \$43.75 is to cover the following items:

Filing Fee of Articles of Amendment	\$35.00
Certified Copy of Articles of Amendment	<u>8.75</u>
	\$43.75

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Very truly yours,


Allan Smith
President

Enclosure

Amend NC

T. LINDS AUG 2 2001

CIS.com INC.

**4770 BISCAYNE BLVD., PH-F
MIAMI, FL 33137
TEL: (305)438-0020
FAX: (305)576-0228**

August 1, 2001

Division of Corporation
Attn: Teresa Brown

Re: Articles of Amendment
CIS.com, Inc.

Ms. Brown:

Enclosed is an original and a duplicate corrected copy of the Articles of Amendment to the Articles of Incorporation of CIS.com, Inc.

Please send all correspondence to: P.O. Box 370219, Miami, FL 33137.

Thank you,

Samantha Ramos

**ARTICLES OF INCORPORATION
OF
CIS.com INC.**

FILED
01 AUG -2 PM 3: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. **ARTICLE FIRST** of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

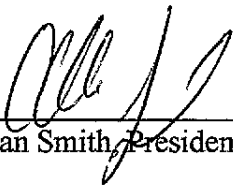
FIRST: The name of the Corporation is Resources of America, Inc.

2. **ARTICLE FIFTH** of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

FIFTH: This Corporation is authorized to issue FIVE HUNDRED MILLION (500,000,000) shares of common stock, having a par value of \$.0005 per share, which shall be designated "Common Stock"

3. The foregoing amendment was approved by the majority of the shareholders pursuant to written consent, in lieu of a meeting of the shareholders of the Corporation, in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act on July 20, 2001. The number of votes cast by shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President/Director has executed these Articles of Amendment on the 30th day of July, 2001.



Allan Smith, President/Director