

J18876



The Athena Group, Inc.

3424 N.W. 31st Street  
Gainesville, Florida 32605  
Telephone (352) 371-2567 · Fax (352) 373-5182  
www.athena-group.com

March 28, 2001

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

Ref.: Corp #J18876 FEI#2724492

Dear Secretary of State:

Enclosed is one original and one copy of an Amendment to the Articles of Incorporation for The Athena Group, Inc. A check to the Department of State for the \$35.00 filing fee is also enclosed.

Please acknowledge receipt and filing of the Amendment to the address above. If you need any additional information or have any questions, please feel free to contact me at 352-371-2567 Ext 103.

Sincerely,

*Monica A.B. Murphy*  
Monica A.B. Murphy  
President & CEO

Enclosures

FILED  
01 APR -2 AM 11: 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*all 4-6  
amend*

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
THE ATHENA GROUP, INC.**

**FILED**  
01 APR -2 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO: Department of State  
Tallahassee, Florida 32304

Pursuant to the provisions in Section 607.1003 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation pursuant to a meeting of the shareholders of the Corporation duly called on March 23, 2001:

1. The following amendment to the Articles of Incorporation of The Athena Group, Inc. was adopted by holders of a majority of the outstanding shares of the common stock of the corporation on March 23, 2001, in the manner prescribed by the Florida General Corporation Act. The portion of Article V relating to common stock is hereby amended as follows. Those portions of the Articles of Incorporation, as amended, defining the number and rights of preferred shares are unaffected by this amendment.

**ARTICLE V  
CAPITAL STOCK**

The Athena Group, Inc. is authorized to issue 10,000,000 shares of Common Stock with a par value of .001/100 Dollars (\$.001) per share

2. The number of shares of the corporation outstanding at the time of such adoption was 100,000 shares common stock; and the number of shares entitled to vote thereon was 100,000 shares common stock.

3. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common	100,000

4. Number of shares voted for the amendment of Article V was 93,000; the number of shares voted against such amendment was 0; the number of shares abstaining was 0; and the number of shares not represented at the meeting in person or by proxy was 7,000.

5. The number of votes cast by a majority of the holders of common stock in favor of the amendment of Article V was sufficient for approval by the common stock shareholders.

Dated: March 23, 2001

**THE ATHENA GROUP, INC.**

By: Monica A.B. Murphy  
President

Corporate Seal

Attest: Janet D. Rodel  
Secretary

**STATE OF FLORIDA  
COUNTY OF ALACHUA**

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Monica A.B. Murphy, holding the office of president of The Athena Group, Inc., to me known to be the person described in and who executed the foregoing Articles of Amendment, and Janet D. Rodel, holding the office of secretary of The Athena Group, Inc., to me known to be the person described in and who attested to the foregoing Articles of Amendment, and upon oath acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 23rd day of March, 2001.

Ellen Sykes  
Notary Public, State at Large  
My Commission Expires:

(SEAL)

