

L87340

Interaxx Properties, Inc.
f/k/a/ Interaxx Television Network, Inc.
6711 SW 5th Terrace
Miami, FL 33144
305.298.6537

Dated September 7, 2002.

Department of State
Division of Corporations
Reinstatement/Amendment
409 East Gaines Street
Tallahassee, FL 32399

Re: Interaxx Television Network, Inc.
Document Number: L87340

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-09/11/02--01001--004
***652.50 ***52.50

Via: Federal Express

Dear Sir or Madam:

Please find enclosed the following:

1. The completed and executed reinstatement corporation form for Interaxx Television Network, Inc. Document Number: L87340.
2. An amendment and relevant minutes for Interaxx Television Network, Inc. changing its name to Interaxx Properties, Inc.. (2 originals for Certified Copy)
3. A check in the amount of \$652.50 for the following:
 - a. \$600.00 Annual Report filing fees:
(\$150.00 per year 4 years - 1999, 2000, 2001, 2002)
 - b. 35.00 Amendment of any record fee (of Articles of Incorporation)
 - c. 8.75 Certified Copy fee of Amendment of Articles of Incorporation
 - d. 8.75 Certificate of Status (Interaxx Properties, Inc. - post amendment)

Total: \$652.50

We discussed by telephone with your representatives the circumstances surrounding the administrative dissolution of Interaxx Television Network, Inc.; document number L87340. We have enclosed the amount of \$652.50 to accomplish the above actions and request that the following circumstances be considered as sufficient to waive the \$600.00 reinstatement fee. This corporation was inadvertently dissolved in 1999 for failure to file an annual report. It was presumed that the corporate staff had filed the annual report at the proper time and it apparently was not. We do note that the sole officer and director of the Company, Mr. Golasa, passed away in October 2000 and prior to that, the company had filed for protection under Chapter 11 on March 26, 1999 (Case No. 9931551-BKC-PGH Southern District of Florida). At his sudden passing, operations were disrupted and confused and the address of the corporation was changed but without proper notification to the State and subsequent Annual Report forms went missing. More confusion ensued and the requirement to file an Annual report was unintentionally overlooked.

When these elements were discovered by the successors of the Company, and the remedies made known, we contacted your department seeking the waiver of the reinstatement fee due to these extraordinary circumstances. We were encouraged to submit these fees and concurrent request for fair consideration. If more information is requested, please call me at 305.298.6537. We appreciate your understanding and assistance with this resolution.

Respectfully Submitted,

Daniel Martinez

e/s/for/ Daniel Martinez
President/Secretary

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9/11/02*

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
INTERAXX TELEVISION NETWORK, INC.

FILED

02 SEP -9 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Document Number: L87340

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: The Articles of Incorporation provide that the name of the corporation be:

Interaxx Television Network, Inc.

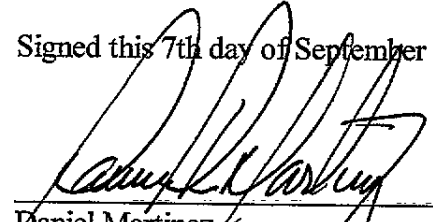
SECOND: This amendment to the Articles of Incorporation shall have the name changed to:

Interaxx Properties, Inc.

THIRD: The date of this amendment's adoption is to be as at September 1, 2002.

FOURTH: The adoption of this amendment was by the board of directors without shareholder action and shareholder action was not required.

Signed this 7th day of September 2002 by:



Daniel Martinez
President, Secretary and Chairman of the Board
Interaxx Properties, Inc.
6711 SW 5th Terrace
Miami, FL 33144

FILED
02 SEP -9 PM 4:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA