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PO0000071434

June 22, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: WebMBS Corporation

900004447539--1
-06/27/01--01049-017
*****35.00 *****35.00


Dear Sir or Madam:

Enclosed please find a fully executed Articles of Amendment to the Articles of Incorporation for WebMBS Corporation. Also enclosed is a check in the amount of \$35.00 representing the filing fee for filing the Amendment to the Articles of Incorporation for this corporation.

Please return a copy of the Articles of Amendment to me once it has been filed.

Please feel free to call me if you have any questions concerning any of the above.

Very truly yours,



Charles D. Miner

01 JUN 27/PM 1:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CDM/jlp
Enclosures

cc: Douglas Kegler

PO0000071434
Amend 6-27-01
pk

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WebMBS CORPORATION**

WebMBS CORPORATION, a corporation organized and existing under the laws of the State of Florida, under certificate number P00000071434, filed in the office of the Secretary of State on July 26, 2000, hereby certifies as follows:

1. The sole director and shareholders representing more than ninety-nine percent (99%) of the issued and outstanding shares of stock in the corporation considered amending the Articles of Incorporation so as to increase the maximum number of shares of stock authorized to Ten Million (10,000,000) shares, and adopted the following resolution:

RESOLVED, that the Certificate of Incorporation of WebMBS CORPORATION be amended so as to increase the maximum number of shares of stock authorized to Ten Million (10,000,000) shares, and that Article V shall be amended to read in its entirety as follows:

"Article V - STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Ten Million (10,000,000) shares with a par value of \$0.001 per share, all of which shall be common stock of the same class.

The shareholders will not be granted preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties."

2. These Articles of Amendment were approved by the sole director of the corporation and by shareholders representing 99.283% of all shares of stock presently issued and outstanding, and all shareholders have been given notice of the approval of these Articles of Amendment.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles this 22 day of June, 2001.

WebMBS CORPORATION

By: *Douglas A. Kegl*
Douglas A. Kegl, President

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, the undersigned authority, personally appeared DOUGLAS A. KEGLER, known to me to be the President of WebMBS CORPORATION, and he acknowledged that he executed the foregoing Articles of Amendment for the uses and purposes therein expressed. The President is personally known to me or was identified by me as follows: FL DRIVERS LICENSE

WITNESS my hand and seal this 22nd day of June, 2001.

Charles D. Miner
Notary Public
My Commission Expires:

 Charles D. Miner
Commission # CC 781674
Expires NOV. 4, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.