

TF©P00000093505

(305) 751-8934

November 1, 2000

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

400003451204--2
-11/03/00--01050--008
*****35.00 *****35.00

Re: Amended Articles of Incorporation

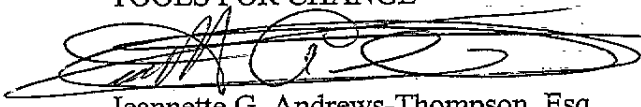
Dear Sir/Madam:

Enclosed please find an original and one copy of the Amended Articles of Incorporation for ADELZEN, INC., and check # 1995 in the amount of \$35.00 for the filing fee.
Please file the Amended Articles and return a filed copy to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE



Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

FILED
00 NOV -3 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

T BROWN NOV 14 2000

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
ADELZEN, INC.**

FILED
00 NOV -3 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

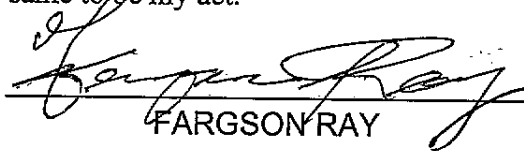
Pursuant to the provisions of Chapter 607.1001 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is ADELZEN, INC.
2. The following amendment to the Articles of Incorporation were adopted by the Board of Directors of the corporation on October 30, 2000, in the manner prescribed by the Florida business Corporation Act:

ARTICLE I: NAME OF CORPORATION is hereby amended to indicate that the new name of the Corporation shall be: ADELVEN, INC.

3. There were sufficient votes by the shareholders to approve the amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I, FARGSON RAY, Director and Vice-President of ADELZEN, INC., have signed these Articles of Amendment on this 1st day of November, 2000, and acknowledge the same to be my act.


FARGSON RAY