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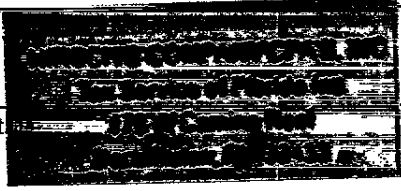
Requester's Name

FILED

01 JAN 19 PM 12:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

City/State



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ 400003555434--0
 (Corporation Name) (Document #) 01/19/01--01065--002
 *****35.00 *****35.00
- 2. _____
 (Corporation Name) (Document #)
- 3. _____
 (Corporation Name) (Document #)
- 4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
- Mail out Will wait Photocopy Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

*Amend
1-25-01
DTS*

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VELOCITY REALTY, INC.

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: Amendment (s) adopted: *(indicate article number (s) being amended, added or deleted)*

ARTICLE 3: ADDRESS CHANGE FROM:

1050 SOUTH FEDERAL HIGHWAY UNIT 104
DELRAY BEACH, FL 33483

ARTICLE 3: ADDRESS CHANGE TO:

219 NW 41ST WAY
DEERFIELD BEACH, FL 33442

ARTICLE 5: OFFICER CHANGE FROM:

PRESIDENT: GREGORY P. TODD
SECRETARY: GREGORY P. TODD
TREASURER: GREGORY P. TODD

ARTICLE 5: OFFICER CHANGE TO:

PRESIDENT: MILAN BOYANICH
VICE PRESIDENT: KIM GENOVESE
SECRETARY: KIM GENOVESE
TREASURER: KIM GENOVESE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: JANUARY 01, 2001

FOURTH: Adoption of Amendment (s) (**CHECK ONE**)



The amendment (s) was/were approved by the shareholders. The number of votes cast for amendment (s) was/were sufficient for approval.

Group entitled to vote separately on the amendment (s):

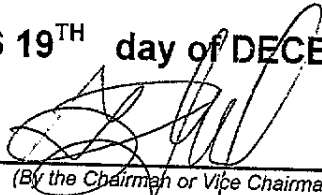
"The number of votes cast for the amendment (s) was/were sufficient
for approval by _____"
Voting group



The amendment (s) was/were adopted by the board of directors
Without shareholder action and shareholder action was not required.

SIGNED THIS 19TH day of DECEMBER, 2000

SIGNATURE



(CURRENT)

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer
if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Melvin Bosmanics Pres. (NEW)
type or print name

Tom Menovese VP/S/T (NEW)