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     Account Name     : ACE INDUSTRIES, INC.
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BASIC AMENDMENT

ANYTHING EMAIL, INC.

Certificate of Status	0
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Page Count	01
Estimated Charge	$43.75

Amendment
02/11/02
DC

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 11, 2002

ANYTHING EMAIL, INC.
2748 N.E. 15TH STREET #2D
FORT LAUDERDALE, FL 33304

SUBJECT: ANYTHING EMAIL, INC.
REF: P01000006490

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Darlene Connell
Corporate Specialist

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANYTHING EMAIL, 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:

ARTICLE I – NAME/PRINCIPAL ADDRESS
The address of the principal office of this corporation shall be:
4803 North Dixie Highway
Fort Lauderdale, Florida 33334
and the mailing address of the corporation shall be the same.

ARTICLE III – CAPITAL STOCK
This maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of Common Stock A (voting) and 2,000,000 shares of Common Stock B (non-voting) having no par value per share.

ARTICLE VI – DIRECTORS
All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have a minimum of two directors. The following named persons shall be members of the Board of Directors: Thomas M. Runzo, Eric Mason, Emmett Moore, Russell Dennis

SECOND: The date of each amendment's adoption: January 25, 2002.

THIRD: The amendment(s) were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 25th day of January, 2002

By ______________________
Thomas M. Runzo, Chairman

By ______________________
Eric Mason, Vice President

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