

P93000006265

Len Aronoff, Esq.
ATTORNEY AT LAW
CIRCUIT CIVIL MEDIATOR

April 24, 1997

Secretary of State
Division of Corporations
Attention: Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

Re: Starnet International Corp.

500002157095--2
-04/28/97--01124--013
*****35.00 *****35.00

Gentlemen:

Enclosed please find Amendment to Articles of Incorporation of Starnet International Corp. for filing with your Department. Also enclosed is my check in the sum of \$35.00, representing your requisite fee for said filing.

Should you have any questions or comments please do not hesitate to contact me.

Very truly yours,


Len Aronoff

LA:dr
Encl.

SH ⁵/₃
Amend.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION

OF

STARNET INTERNATIONAL CORP.

Document No. P93000006265

ARTICLE IV - CAPITAL STOCK

The Articles of Incorporation of Starnet International Corp. is hereby amended to read as follows:

“The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

25,000,000 shares Preferred Stock, par value \$.0001.

50,000,000 shares Common Stock, par value \$.0001.

The Preferred Stock can take on any characteristics the Board of Directors so elects. Also, the Board of Directors is authorized to issue Bonds, Debentures, Warrants and Options.”

The preceding Amendment was adopted by the full Board of Directors of Starnet International Corp. meeting on Friday, December 27, 1996. The approval of the Shareholders was not necessary.

Wendel²

Wendel R. Wendel
President and Chairman of the Board

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TALLAHASSEE, FLORIDA