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November 13, 2001

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 NOV 15 PM 12: 21

Re: Articles of Amendment to Articles of Incorporation of Zaldiva Cigarz & Newz Corporation, a Florida corporation (the "Company")

Ladies and Gentlemen:

Enclosed for filing are an original and one copy the above-referenced Articles of Amendment, along with the $35 filing fee.

Please file the original and forward the file-stamped copy to me in the enclosed self-addressed stamped envelope.

The Company wishes to change its name to "Zaldiva, Inc." Another Florida corporation using that name has very recently submitted Articles of Dissolution, so the name should currently be available.

Thank you very much.

Sincerely yours,

Branden T. Burningham

Branden T. Burningham

cc: Zaldiva Cigarz & Newz Corporation

N/C

V. SHEPARD NOV 21 2001

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ZALDIVA CIGARZ & NEWZ CORPORATION

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:

ARTICLE I

Name: The name of the corporation shall be "Zaldiva, Inc."

ARTICLE III

Capitalization: (a) The Corporation shall have the authority to issue 50,000,000 shares of common voting stock having a par value of one mill ($0.001) per share.

(b) The Corporation shall have the authority to issue 20,000,000 shares of preferred stock having a par value of one mill ($0.001) per share, with such limitations, rights and preferences as the Board of Directors of the Corporation shall determine.

(c) Fully paid stock of the Corporation shall not be liable for futher call or assessment. The authorized shares shall be issued at the discretion of the Board of Directors of the Corporation.

ARTICLE VI

Control Share Acquisitions. In accordance with Section 607.0902(5) of the Florida Business Corporation Act, the provisions of Section 607.0902 thereof are not applicable to the Corporation.

The date of this Amendment's adoption November 12, 2001.

The amendments were approved by the shareholders. The number of votes cast for these amendments was 2,591,630 shares, representing approximately 51.8% of the Corporation's issued and outstanding shares of common stock.

ZALDIVA, INC.

Date: 11-7-01

Robert B. Lees

Robert B. Lees
President, director