

September 29, 1998

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 200002660102--9 -10/09/98--01027--002 *****52.50 *****52.50

SUBJECT: Amendments to Articles of Incorporation

Sallskepet Environmental Technologies, Inc.

Enclosed is an original and one (1) copy of the amendments to our articles of incorporation and a check for \$ 52.50 (\$35.00 filing fee and \$ 17.50 certified copy fee). Please send a certified copy of the amendments.

In addition, enclosed is a signed certificate of designation of registered agent/registered office, reflecting the appointment of a new registered agent.

FROM:

_SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION

40347 U.S. 19 NORTH #232 TARPON SPRINGS, FL 34689

(727) 463-9797

SincereTy,

Jimmy W. Daniels

Vice President, Secretary

Registered Agent

ANCO REPRESENTATION OF SECRETARY SECOND SECO

SALLSKEPET ENVIRONMENTAL TECHNOLOGIES CORPORATION 40347 U.S. 19 NORTH #232 TARPON SPRINGS, FL 34689

December 14, 1998

Karen Gibson Corporate Specialist Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Dear Ms. Gibson,

Enclosed are our amendments (with copy) to our articles of incorporation, which you returned on November 17, 1998, so that we could add an Officers and Directors article and to provide consistent addresses for the registered agent and office.

Hopefully, the enclosed is satisfactory and will be filed by the due date. Should you have any questions please call me at (727) 934-7759.

Happy Holidays,

Roger Unbehagen

Accountant



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham

Secretary of State

November 17, 1998

SALLSKEPET ENVIRONMENTAL TECHNOLOGIES 40347 US 19 NORTH #232 TARPON SPRINGS, FL 34689

SUBJECT:

SALLSKEPET

ENVIRONMENTAL

TECHNOLOGIES.

CORPORATION

Ref. Number: P98000006716

We have received your document for SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Minutes are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

TO ADD THE OFFICERS AND DIRECTORS TO YOUR ARTICLES OF INCORPORATION, YOU NEED TO "ADD" AN ARTICLE. THIS WOULD BE THE NEXT IN NUMBERS FROM YOUR ORIGINAL ARTICLES. LIST THE OFFICERS AND DIRECTORS BY NAME, TITLE AND ADDRESS.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham Secretary of State

November 16, 1998

JIMMY W. DANIELS (THIRD MAILING) SALLSKEPET ENVIRONMENTAL TECHNOLOGIES 5520 BAROQUE DR. HOLIDAY, FL 34690

SUBJECT:

CORPORATION

SALLSKEPET

ENVIRONMENTAL

Ref. Number: P98000006716

We have received your document for SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The registered agent must/sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson Corporate Specialist



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 22, 1998

JIMMY W. DANIELS SALLSKEPET ENVIRONMENTAL TECHNOLOGIES 49437 US 19 NORTH #232 TARPON SPRINGS, FL 34689 NO

SUBJECT:

SALLSKEPET

ENVIRONMENTAL

TECHNOLOGIES,

CORPORATION

Ref. Number: P98000006716

We have received your document for SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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Karen Gibson Corporate Specialist



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 12, 1998

JIMMY W. DANIELS SALLSKEPET ENVIRONMENTAL TECHNOLOGIES 40347 US 19 NORTH #232 TARPON SPRINGS, FL 34689

SUBJECT: SALLSKEPET

ENVIRONMENTAL

TECHNOLOGIES,

CORPORATION

Ref. Number: P98000006716

We have received your document for SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Minutes are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

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The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Karen Gibson Corporate Specialist

ARTICLES OF AMENDMENT \mathbf{TO} ARTICLES OF INCORPORATION OF

THOMOR OF SOS SALLSKEPET ENVIRONMENTAL TECHNOLOGIES,

SALLSKEPET ENVIRONMENTAL TECHNOLOGIES,

(present name)

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 II: PRINCIPAL OFFICE. The principal place of business and mailing address of this corporation shall be:

> 40347 U.S. 19 North #232 34689 Tarpon Springs, FL

The number of shares of stock that this ARTICLE III: SHARES. corporation is authorized to have outstanding at any one time is:

> Thirty (30) Million Shares - No Par Value Common Stock Voting Rights

The name and the address of the REGISTERED AGENT. ARTICLE IV: registered agent is:

> Jimmy W. Daniels 5520 Baroque Drive Holiday, FL 34690 (727) 463-0797

OFFICERS AND DIRECTORS (See attached): ARTICLE VI:

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:

N/A

SALLSKEPET ENVIRONMENTAL TECHNOLOGIES, CORPORATION ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

ARTICLE VI: OFFICERS AND DIRECTORS. (NEW ARTICLE)

The following Officers and Directors were elected on July 17, 1998, to serve in the designated officer/director positions:

NAME	ADDRESS	POSITION
Mark D. Tilkens	2853 Brookview Court Green Bay, WI 54313	Director CEO/President
Jimmy W. Daniels	5520 Baroque Drive Holiday, FL 34690	Director Secretary
Robert E. Bock	9915 County Hwy 5 Kewanee, IL 61443	Director Treasurer
Darwin A. Salls	40347 US 19 North Tarpon Springs, FL 34689	Director Advisor

THIRD: Th	e date of each amendment's adoption: July 17, 1998					
	Adoption of Amendment(s) (CHECK ONE)					
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.					
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):					
	"The number of votes cast for the amendment(s) was/were sufficient for approval by					
The amendment(s) was were adopted by the board of directors without shareholder action ar shareholder action was not required.						
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.						
	igned this day 29TH of September 19 98					
Signature .	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 III MATERIA -					
	(By an incorporator if adopted by the incorporators)					
	Jimmy W. Daniels Typed or printed name					
	Vice President, Secretary / Director Title					

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	SALLSKEPET	ENVIRONMENTAL	TECHNOLOG	HES,
		CORPORATION	·	-	
	<u></u>				
2.	The name and address of the regis	stered agent and	d office is:		
	·	JIMMY W. DA	INTELS	.	
		(Name)		-	
		5520 BAROQU	JE DRIVE		
	(P.O.	Box not acceptab		9.	
		HOLIDAY, FI	և 34690 _	 	
		(City/State/Zip)		_	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Signature)

SEPTEMBER 29, 1998 (Date)