

P96000101061

LEONARD J. CHARNEY

Attorney At Law

11 East 44th Street , New York, New York 10017

Telephone: (212) 983-0400, (212) 880-0863 (direct). Fax: (212) 983-0415

E-Mail: LJCESQ@aol.com

200002761322--1

-02/02/99--01017--003

*****35.00 *****35.00

January 26, 1999

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: SEVEN NATIONS, INC./Articles of Amendment to Articles of Incorporationu

To Whom It May Concern:

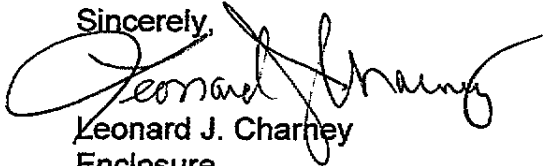
Please find enclosed the following relating to the above:

- a.) One (1) original signed Articles of Amendment to Articles of Incorporation for filing.
- b.) One (1) signed copy of the Articles of Amendment. Please return to me stamped with the acknowledgment of filing.
- c.) Check in the amount of \$ 35.00 payable to Florida Department of State as the filing fee.

If you have any questions or need further information please contact me at the above phone number.

Thank you.

Sincerely,



Leonard J. Charney
Enclosure

cc. Kirk McLeod

FILED
99 MAR -2 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AM
OCG
3-3

LEONARD J. CHARNEY

Attorney At Law

11 East 44th Street , New York, New York 10017

Telephone: (212) 983-0400, (212) 880-0863 (direct). Fax: (212) 983-0415

E-Mail: LJCESQ@aol.com

February 25, 1999

Ms. Karen Gibson
Corporate Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Letter Number 399A00005385

SEVEN NATIONS, INC.

Reference Number: P96000101061

Dear Ms. Gibson:

In response to your letter of February 8, 1999 regarding the above please find enclosed the following:

- a.) One (1) original signed amended Articles of Amendment to Articles of Incorporation for filing.
- b.) One (1) signed copy of the amended Articles of Amendment. Please return to me stamped with the acknowledgment of filing.

Please note that according to my records (see attached) the check I sent on January 26, 1999 in the amount of \$ 35.00 payable to Florida Department of State as the filing fee has been cashed by the Florida Department of State.

If you have any questions or need further information please contact me at the above phone number.

Thank you.

Sincerely,



Leonard J. Charney

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 8, 1999

LEONARD J. CHARNEY, ATTY.
11 EAST 44TH STREET
NEW YORK, NY 10017

SUBJECT: SEVEN NATIONS, INC.
Ref. Number: P96000101061

We have received your document for SEVEN NATIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

IT CAN NOT BE STATED THAT THE AMENDMENT WAS ADOPTED BY THE PRESIDENT. PLEASE CHANGE THIS TO READ THAT THE AMENDMENT WAS ADOPTED BY THE DIRECTORS WITHOUT SHAREHOLDER APPROVAL AND ADD THE TITLE DIRECTOR TO THE SIGNOR'S TITLE.

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

Letter Number: 399A00005385

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

FILED
99 MAR -2 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I of the Articles of Incorporation of SEVEN NATIONS, INC. shall be amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be: SEVEN NATIONS, INC. The address of the principal office of this corporation shall be PO Box 693, Windermere, FLA. 3486-0693 and the mailing address of the corporation shall be the same.

ARTICLE IV of the Articles of Incorporation of SEVEN NATIONS, INC. shall be amended to read as follows:

ARTICLE IV. REGISTERED AGENT

The street address of the registered office of the corporation shall be 6238 BLUE CLAY CT ORLANDO FL and the name of the registered agent of the corporation at that address is Kirk McLeod. 32819

ARTICLE VI of the Articles of Incorporation of SEVEN NATIONS, INC. shall be amended to read as follows:

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 limitation set forth in these Articles of Incorporation. This corporation shall have at least one Director.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Board of Directors without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 1st day of November, 1998.


By: Its President and Board Director, Kirk McLeod