

FLA RENT

548111 INC.

February 4, 2002

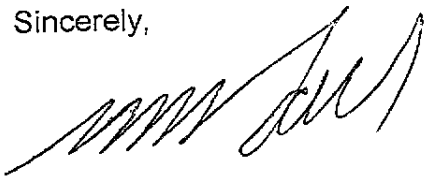
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Florida Department of State Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed are an original and one copy of the ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF FLARENT, INC. along with a check for \$35.00 to cover the processing costs.

Sincerely,



Geoffrey Hall, Chairman & CEO
Flarent Inc. 59-3069369

FILED
02 FEB - 8 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

548111
Amend 2-8-02
278

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FLARENT, INC.

The UNDERSIGNED, Chairman & Chief Executive Officer of FLARENT INC., A Florida corporation (the "Corporation") for and on behalf of the corporation, hereby executes these Articles of Amendment to Articles of Incorporation of the corporation in accordance with the requirements of the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The amendment to the Certificate of Incorporation effected by these Articles of Amendment is that Article Fourth of the current Certificate of Incorporation is amended to read in its entirety to read as follows:


FOURTH: The maximum number of shares of stock that this corporation is authorized to have at any one time is TEN THOUSAND (10,000) SHARES of common stock having a par value of ONE (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

SECOND: N/A

THIRD: The date of the amendment adoption was 31 December 2001.

FOURTH: The amendment was approved by the shareholders. The numbers of votes cast for the amendment were sufficient for approval.

IN WITNESS WHEREOF, the undersigned Chairman and CEO of the corporation has hereunto set his hand this February 4, 2002.



Geoffrey Hall, Chairman & CEO

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TALLAHASSEE, FLORIDA