



March 3, 1998

Division of Corporations
Amendments Section
PO Box 6327
Tallahassee, FL 32314

500002449605--6
-03/06/98-01100-006
*****35.00 *****35.00


RE: Addition of Directors via Affidavit for Interaxx Technologies, Inc.
(Delaware Corporation certified to do business in Florida)

To Whom It May Concern:

Pursuant to instructions from your office, enclosed please find a check in the amount of \$35.00 and executed Affidavit of James C. Deegan, President of the company confirming the addition of James C. Deegan and J. William Grimes to the Board of Directors effective January 6, 1998.

Thank you for your assistance in this matter.

Very Truly Yours,


Eric J. Miller, Esq.

Cc: James C. Deegan

VS MAR 11 1998

*affidavit to add officers
& and/or Directors*



AFFIDAVIT OF JAMES C. DEEGAN

Comes Now the Affiant, James C. Deegan, who is of lawful age and states the following:

1. My name is James C. Deegan, and I am the President of Interaxx Technologies, Inc., a Delaware Corporation, authorized to do business in the State of Florida as of January 6, 1998.
2. Interaxx Technologies, Inc. as of January 6, 1998, has through its Director, Daniel Martinez, approved the appointment of the following individuals to serve as additional directors of the corporation:

James C. Deegan, Director

J. William Grimes, as Chairman of the Board

~~FURTHER, AFFIANT SAYETH NOT.~~


James C. Deegan - President

MARCH 2, 1998
DATE

STATE OF FLORIDA)

) SS.

COUNTY OF Broward)

The foregoing instrument was sworn and subscribed before me this 2nd day of March, 1998, by James C. Deegan, who is personally known to me and who did take an oath.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires / Notary Seal: J. D. NO. - 756200

EXPIRATION: 7/31/2000

Lynn Almeda