



THE UNITED STATES
CORPORATION
COMPANY

J24 728

ACCOUNT NO. : 072100000032

REFERENCE : 919379 3706A

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 35.00

ORDER DATE : December 5, 2000

ORDER TIME : 10:05 AM

ORDER NO. : 919379-005

CUSTOMER NO: 3706A

CUSTOMER: Ms. Ernestine Forrest
Washor & Associates
Suite 980
11150 West Olympic Boulevard
Los Angeles, CA 90064

Amended

FILED
00 DEC -5 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: HAMPTON SECURITIES, INC.

100003487581--4

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis -- EXT# 1165

EXAMINER'S INITIALS: *DR*

12/5/00

RECEIVED
00 DEC -5 AM 10:45
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
HAMPTON SECURITIES, INC.

FILED
00 DEC -5 PM 2:56
SEALING UNIT
TALLAHASSEE, FLORIDA

Pursuant to Section 607.106 of the Florida Business Corporation Act (the "Act"), the undersigned, as President of Hampton Securities, Inc., a Florida corporation (the "Corporation"), does hereby submit the following:

1. The name of the Corporation is HAMPTON SECURITIES, INC.
2. Article III of the Articles of Incorporation is hereby deleted in its entirety and the following substituted in lieu thereof:

ARTICLE III

Capital Stock. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock without par value, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

Effective upon the filing of these Articles of Amendment to the Articles of Incorporation each issued and outstanding share of common stock is split up and converted into ten thousand (10,000) shares of common stock.

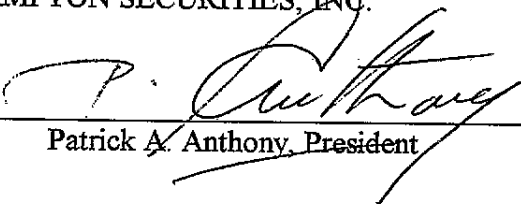
3. Article VI of the Articles of Incorporation is hereby deleted in its entirety so that no preemptive rights are granted to the Shareholders.
4. Articles VII, VIII, IX, X and XI are hereby amended to be renumbered to Articles VI, VII, VIII, IX, and X, respectively. No other changes are made to such Articles.
5. The foregoing amendments are effective and adopted as of December 4, 2000.

6. The foregoing amendments have been duly adopted by the Board of Directors and Shareholders of the Corporation by unanimous written consents. Such approval represented consents of all of the Shareholders, who were entitled to vote on such amendments and were sufficient for approval of the amendments by the Shareholders.

The foregoing has been executed this 4th day of December, 2000.

HAMPTON SECURITIES, INC.

By:


Patrick A. Anthony, President