

L 90932

E & M INVESTMENTS & CONSULTING, INC.



6/1/98

Florida Dept of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200002547842--9

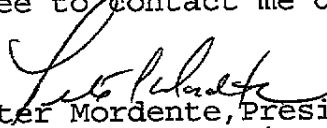
06/04/98--01071--009
*****96.25 *****96.25

RE: L90932

Attached please find Articles of Amendment for the
above reference corporation in addition to a
check in the amount of 96.25.

35.00 filing fee
52.50 certified copy fee
8.75 certificate of status
=====
96.25

If additional information is required, please feel
free to contact me directly at 1-800-835-8164.


Peter Mordente, President
7303 West Atlantic Avenue
Delray Beach, FL 33446

FILED
98 JUN -4 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

JUN 10 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

EVANS & MORDENTE INVESTMENTS AND CONSULTING, INC.
#L90932
=====

FILED
98 JUN -4 PM 2:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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: Amendments adopted:
(indicated article # being added or deleted)

ARTICLE IV - CAPITAL STOCK

Capital stock shall be increased to 10,000 shares of common stock at par value of .01 per share FROM 100 shares at 1.00 par value.

In addition;

Stock may be issued to any natural person.
Stock may be called at anytime, at par, at the discretion of the company with approval from a majority of the shareholder votes.

Stock can not be transferred, sold, or hypothecated, once issued to a new shareholder.

Stock will transfer back to company, at par, in the event of death of a shareholder.

ARTICLE V - CHANGE OF ADDRESS FOR REGISTERED AGENT

FROM PETER A MORDENTE
7251 WEST PALMETTO PK RD
STE 209
BOCA RATON, FL 33433

TO PETER A MORDENTE
7303 WEST ATLANTIC AVENUE
DELRAY BEACH, FLORIDA 33446
561-638-9804

ARTICLE VII - OFFICERS

RECORD CHANGE OF ADDRESS FOR OFFICERS

FROM 7251 WEST PALMETTO PK RD. #209
BOCA RATON, FL 33433

TO 7303 WEST ATLANTIC AVENUE
DELRAY BEACH, FL 33446

ARTICLE - IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

SECOND - RESOLUTIONS

OTHER RESOLUTIONS

Other resolutions / motions that were made, seconded, and carried.

RESOLVED that all checks, drafts, notes, and all related financial transactions, must be signed by Peter A. Mordente, President, and further that one signature is sufficient for all transactions. (Peter A. Mordente)

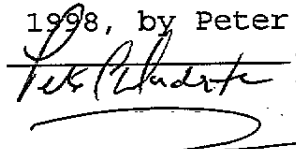
RESOLVED that a majority of shareholders is represented and or consists of a 50% plus one vote to carry a motion.

RESOLVED that any requests for records, and or any other financial related information from shareholders must be approved by a majority of the shareholders before they will be released.

THIRD : The amendments were adopted by the board of directors on the 21st day of May 1998.

FOURTH: The amendments were approved by a majority of the shareholders of the corporation on the 21st day of May 1998.

Dated May 26, 1998, by Peter Mordente sole shareholder.

 - President



Beverly Jayne Dozoretz
My Commission CC679925
Expires October 13, 2001

