

M 77195
New Age Painting, Inc.

1900 Corporate Blvd., Suite 305 West
Boca Raton, Florida 33431
Telephone (561) 241-9921 Fax (561) 241-7011

Stenton Leigh Group

1900 Corporate Blvd.
Suite 305 West
Boca Raton, Florida 33431

January 17, 2000

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Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

RE: Amendment to Articles of Incorporation for
New Age Painting, Inc. , Document No. M77195

To Whom it May Concern:

Attached please find the Third Amendment to the Articles of Incorporation for New Age Painting, Inc.
along with a check in the amount of \$35.00 to cover the filing fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,
NEW AGE PAINTING, INC.

Linda B. Coviello
Linda B. Coviello
Corporate Secretary

FILED
00 JUN 24 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*all
Amend
2-2*

**THIRD AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
NEW AGE PAINTING, INC.**

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of New Age Painting, Inc., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, does hereby certify that pursuant to Written Consent of the Board of Directors and Majority Shareholders of the Corporation dated January 14, 2000, the Shareholders and Directors approved the following third amendment to the Corporation's Articles of Incorporation bearing document number M99195, and does hereby certify:

M 7195

ARTICLE IV of the Articles of Incorporation of this Corporation shall be amended to read as follows:

**"ARTICLE IV
AUTHORIZED SHARES**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is FORTY MILLION (40,000,000) SHARES of Common Stock, all of one class, having a par value of \$0.0001 per share."

The foregoing amendment was adopted by all of the majority shareholders and Directors of the Corporation by Written Consent dated January 14, 2000, acting unanimously by Written Consent pursuant to Section 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation has executed this first Article of Amendment to the Articles of Incorporation as of January 14, 2000.

NEW AGE PAINTING, INC.

By: 

Milton H. Barbarosh, President

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00 JAN 24 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA