

P000000001570



FILED
00 MAY 30 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 25TH 2000

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

Dear sirs,

Girls Rule 2000, Inc

We attach a check in the amount of \$35.00 in respect of the Corporate amendment hereto attached for the above noted company.

We have attached both an original and a copy and would ask that you stamp the copy and return it to the principal office at your convenience.

Thank you

Yours sincerely

Paralegal Associates

500003270765-0
-05/30/00-01119-008
*****35.00 *****35.00

Amended
Spayne
6/8/00

741 W. Oakland Park Boulevard, Fort Lauderdale, Florida 33311
Tel: 954 565 7723 Fax: 954 568 6771 Email: ingordon@bellsouth.net
www.paralegal-associates.com

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GIRLS RULE 2000, INC.**

FILED
00 MAY 30 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendment(s) adopted:

Article Six is amended to show the removal of Keith Alexander Stevens as President of the corporation due his recent death and that the sole remaining director is Paula Surprenant

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

None

THIRD: The date of each amendment's adoption: May 16th 2000

FOURTH: Adoption of Amendment(s):

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/ere approved by the shareholders through voting groups.
The number of votes cast for the amendment(s) was/were sufficient for approval by

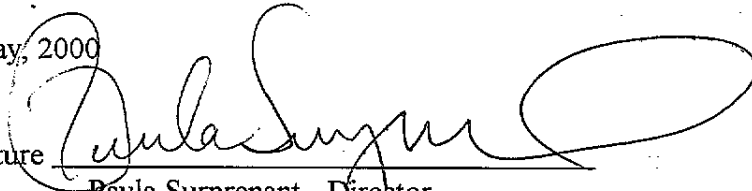
(voting group)

X The amendments were approved by the board of Directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 16th day of May, 2000

Signature


Paula Surprenant - Director

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a Director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporators)