

VenturePlace, Inc.

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

Telephone (561) 241-9921 ☎ Fax (561) 241-7011

P00000003554

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*****43.75 *****43.75

August 16, 2000

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

**RE: Amendment to Articles of Incorporation for
Venture Place.com, Inc., Document No. P00000003554**

To Whom it May Concern:

Attached please find the Second Amendment to the Articles of Incorporation for VenturePlace, Inc. along with a check in the amount of \$43.75 (\$35.00 plus \$8.75 to cover the filing fees and certified copy).

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

Very truly yours,
VenturePlace, Inc.

Linda Coviello

Linda Coviello
Corporate Secretary

FILED
00 AUG 21 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS AUG 29 2000

**SECOND AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
VenturePlace, Inc.**

FILED
00 AUG 21 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of VenturePlace, 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 August 16, 2000, the Shareholders and Directors approved the following third amendment to the Corporation's Articles of Incorporation bearing document number P00000003554, and does hereby certify:

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

**"ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 100,000,000 shares of Common Stock at \$0.0001 par value."

The foregoing amendment was adopted by all of the majority shareholders and Directors of the Corporation by Written Consent dated August 16, 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 August 16, 2000.

VenturePlace, Inc.

By: 
Laurence S. Isaacson, President/Director