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**THE
PYE LAW FIRM**
A Professional Association
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October 20, 2000

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

Dear Sir:

#) 000003436780--5
-10/24/00--01057--002
*****35.00 *****35.00

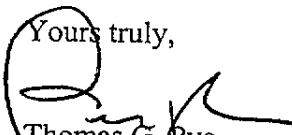
Please find enclosed:

Amendment to the Articles of Incorporation for the following business:

Classifeyeds.com, Inc
Jack Russell Enterprises, Inc.

As well as a check in the amount of \$ 35.00, each Please file this amendment and forward confirmation of same back to my attention at the above address.

Yours truly,


Thomas G. Pye
For the Firm

FILED
00 OCT 24 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
11/1/00
Spayne

Articles of Amendment
To
Articles of Incorporation
of
Classifeyeds.com, Inc.

FILED
00 OCT 24 PM 3:07
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: Amendments adopted:

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this corporation is 3443 NE 19th Avenue, Oakland Park, FL 33306 and the mailing address is the same.

ARTICLE 5 - OFFICERS

The officers of this Corporation shall be:

President:	William M. Looper
Secretary:	Paul Neipert
Treasurer/Vice President:	Thomas Wolf

whose address shall be the same as the principal address of the Corporation.

ARTICLE 6 - DIRECTOR

The Director of the Corporation shall be:

William M. Looper

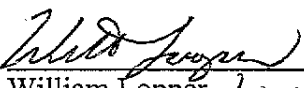
whose address shall be the same as the principal office of the Corporation.

SECOND: Date of each amendments adoption is October 3, 2000

THIRD: Adoption of Amendments

The amendments were adopted with shareholder action and director action with 100% approval.

Signed this October 3, 2000



William M. Looper Looper
President, Director and Sole Shareholder