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P.O. Box 2019
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August 7, 2000

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

Re: MRPONLINE.COM, INC.


To Whom It May Concern:

Please file the enclosed Articles of Amendment of Articles of Incorporation for MRPONLINE.COM, INC. and return a certified copy to this office after filing.

We have enclosed our check in the amount of \$43.75 for the filing and certified copy fees.

Thank you.

Yours truly,


GLEN C. ABBOTT

GCA/nc
Enc.

Amend

T. LEWIS AUG 17 2000

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
MRPONLINE.COM, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.1006, Florida Statutes, this Corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

We, the undersigned, being the President and Secretary of MRPONLINE.COM, a Florida corporation, hereby certify that the following Amendment to Articles of Incorporation was unanimously adopted by the Shareholders and Directors of the corporation at a special meeting held on July 13, 2000.

ARTICLE IV. "AUTHORIZED SHARES" is amended to read as follows:

"The aggregate number of shares that the corporation shall have the authority to issue is Fifty Million (50,000,000) shares of common stock with \$.001 par value per share. The holders of the outstanding common stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of the common stock of the Corporation. The shares of the Corporation are not to be divided into classes, and the Corporation is not authorized to issue shares in series."

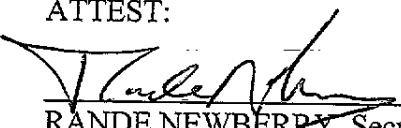
In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, **NEVIN JENKINS**, as President and **RANDE NEWBERRY** as Secretary, have hereunto set their hands on this 7th day of August, 2000.

MRPONLINE.COM, INC.

BY 
NEVIN JENKINS, President

ATTEST:


RANDE NEWBERRY, Secretary