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TALLAHASSEE, FLORIDA

03 JUL -7 PM 2:00

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Amel
7/14/03

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TELZUIT TECHNOLOGIES, INC.
(Document Number P 34717)

FILED
03 JUL -7 PM 2:00
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: Amendments adopted:

(a) Article IV – Capital Stock has been amended to provide:

1. Number and Class of Shares Authorized: Par value.

This corporation is authorized to issue 10,000,000 (Ten million and no/100) shares of Preferred Stock having a par value of \$0.10 per share, which shall be designated "Preferred Stock" and 60,000,000 (Sixty million and no/100) shares of voting common stock, having a par value of \$0.001 per share, which shall be designated "Common Stock".

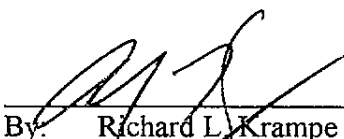
SECOND: If an Amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the Amendment if not contained in this amendment itself, are as follows: Not applicable.

THIRD: The date of each amendment's adoption: March 27, 2003.

FOURTH: Adoption of Amendments: The amendments were approved by the Shareholders. The number of votes cast for the amendments were sufficient for approval.

TELZUIT TECHNOLOGIES, INC.

Dated this 3rd day of April, 2003.

By: 
Its: President / CEO

(SEAL)