



MARCUS & MARCUS, P.A.

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S. Marcus
(1921 - 19

Robert M. Hustead
Richard L. Hersch
of Counsel

May 15, 2000

900003257529--3
-05/18/00--01084--004
*****35.00 *****35.00

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

900003257529--3
-05/18/00--01084--005
*****8.50 *****8.50

Re: Articles of Amendment to the Articles of Incorporation
of AmazingE, Inc.

Dear Sirs:

Enclosed, please find the original and an additional copy of
the above mentioned articles. Please stamp in the additional copy
and return it to us with a Certificate. Our check for \$35.00 filing
fee and \$8.50 certification fee are enclosed along with a stamped
return envelope.

Sincerely,

Marcus & Marcus P.A.

By: Douglas J. Pracher
Douglas J. Pracher

00 JUN 26 AM 8:09
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
900003257529
353
6-26-00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 1, 2000

MARCUS & MARCUS, P.A.
% DOUGLAS PRACHER
317 NORTH KROME AVE.
HOMESTEAD, FL 33030-6077

SUBJECT: AMAZINGE.COM, INC.
Ref. Number: P00000037058

We have received your document for AMAZINGE.COM, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 900A00031042

RECEIVED
JUN 21 AM 8:14
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF
AMAZINGE.COM, INC.

The Articles of Incorporation of AMAZINGE.COM, INC., are amended as follows:

1. Article I shall be amended to read as follows:

" The name of the corporation shall be: AMAZINGE, INC."


2. Article III shall be amended to read as follows:

" The number of shares of stock that the corporation is authorized to have outstanding at any one time is: Five (5,000,000) Million. Said shares shall have no par value."

The foregoing Articles of Amendment was adopted by the Incorporator of the corporation pursuant to FS 607.1005 as no shares have been issued and therefore shareholder approval is not necessary on this 14th day of June, 2000.

IN WITNESS WHEREOF the undersigned Incorporator of the corporation have executed these Articles of Amendment on this 14th day of June, 2000.

AMAZINGE.COM, INC.

By: 
Richard Namon, Incorporator

FILED
00 JUN 26 AM 8:09
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 14th day of June, 2000 by Richard Namon as Incorporator of AMAZINGE.COM, INC and he produced DR. LIC as identification or is personally known to me and that he did take an oath.

My Commission Expires:


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

