

P00000049099

February 28, 2001

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

Department of State
Division of Corporations
Amendment Section
409 E. Gaines St.
Tallahassee, FL 32399

SUBJECT: ZATS BEEFS INC.
P00000049099

Enclosed is an original and one (1) copy of the amendment to the articles of incorporation and a check for \$43.75 representing the Filing Fee and a Certified Copy.

From:

David P. Szatkowski
8517 Elgrove St.
Spring Hill, FL 34608

FILED
01 MAR -2 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

all 3/5
amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ZATS BEEFS INC.**

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: The following Amendments have been adopted and shall be added to the Articles of Incorporation.

ARTICLE III SHARES

The number of shares of stock that the corporation is authorized to have outstanding at any one time is:

1500 SHARES OF COMMON STOCK, EACH SHARE HAVING A PAR VALUE OF ONE DOLLAR (\$1.00)

ARTICLE VI DIRECTORS

The following directors were elected at a special meeting of shareholders held on February 28, 2001:

ROBERT J. SZATKOWSKI	CHAIRMAN
LAWRENCE R. SZATKOWSKI	VICE-CHAIRMAN
DAVID P. SZATKOWSKI	SECRETARY

ARTICLE VI OFFICERS

The following officers were elected at a special meeting of the board of directors held on February 28, 2001:

ROBERT J. SZATKOWSKI	PRESIDENT
MARY J. SZATKOWSKI	VICE-PRESIDENT
FRANCES R. SZATKOWSKI	VICE-PRESIDENT
LAWRENCE R. SZATKOWSKI	VICE-PRESIDENT
CAROL SZATKOWSKI	VICE-PRESIDENT
DAVID P. SZATKOWSKI	SECRETARY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECOND: The date of the amendment's adoption is February 28, 2001.

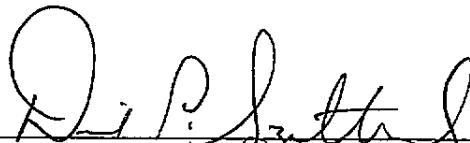
THIRD: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 28th day of February, 2001.

Signature: _____


President/Director

Signature: _____


Secretary/Director