PGOCOO 76535

PO BOX 531783 ST. PETERSBURG, FL 33747

September 26, 2000

Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314 300003425863-9 -10/16/00-01092-006 ******43.75 ******43.75

RE: Amendment to Articles of Incorporation

a. Whalex

To Whom It May Concern:

Enclosed is check number 1011 in the amount of \$43.75 for the filing fee for the Articles of Amendment and a Certified copy.

Should you have any questions please contact me at 727-415-9151 or by mail at the above address.

Sincerely,

Melinda A. Malec

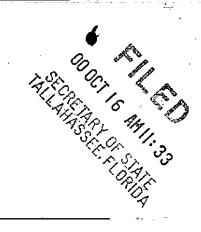
President of MINRAE, INC.

Enclosures

OO OCT 16 AM II: 33
SECRETARY OF STATE
TALL AHASSEE: FLORID

AMEND

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MINRAE, INC.

(present name)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article IV SHARES

AMEND: The Number of shores of stock

is: 1000

Apricle II Mailing Address:

PO BOX 531783

St. Petersburg, FC 33747

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

THIRD: •T	The date of each amendment's adoption: 8-24-2000
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
ø	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 26 day of September, 2000.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders) OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title