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Division of Corporations

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Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053

Phone

: (305)672-0686

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BASIC AMENDMENT

E-MERGE TECHNOLOGIES, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is: e-Merge Technologies, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows: Article V. Capital Stock

The Corporation shall have the authority to issue 25,000,000 shares of common stock, par value \$.001 per share. in addition, the Corporation shall have the authority to issue 5,000,000 shares of preferred stock, par value \$.001 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on October 23, 2000.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

e-Merge Technologies, Inc.

By:

Name: Jean Medici

Tide: President

Date: Oct 23, 2000

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686 OO OCT 24 PM 4: 07
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