

P00000091336

AMERI AC HOLDINGS, INC.

1647 Mayo St.

Hollywood, FL 33020

Telephone: 954-359-7160

Fax: 954-920-2606

April 17, 2002

Division of Corporations

P. O. Box 6327

Tallahassee, FL 31314

800005347488--0

-04/25/02--01037--001

\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Certificate of Amendment to Articles of Incorporation of Ameri AC Holdings, Inc., #P00000091336

Dear Sir,

Enclosed to be filed is an original and one copy of the above Certificate of Amendment. Also enclosed is a check for \$35.00

Thank you,

*Starlett Kline*

Starlett Kline

Secretary of Corporation

FILED  
02 APR 25 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3

*Amend*

T BROWN APR 30 2002

**CERTIFICATE OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
AMERI AC HOLDINGS, INC.**  
A Florida Corporation

**FILED**  
02 APR 25 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby certifies as follows:

**ONE:** That they are the President and Secretary, respectively of Ameri AC Holdings, Inc., a Florida Corporation.

**TWO:** That at a meeting of the Shareholders and the Board of Directors of the Corporation, held on April 3, 2002, the Corporation resolved to amend Article III of its Articles of Incorporation, as follows:

**RESOLVED,** that the Corporation amend its Articles of Incorporation, Article III as follows:

**ARTICLE III CAPITOL STOCK**

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares voting at \$.0001 par and 500,000,000 common non-voting shares at \$.0001 par."

**THREE:** This amendment was approved by the required vote of shareholders in accordance with the corporation laws of the state of Florida. The total number of outstanding shares of each class entitled to vote for the amendment is ten thousand (10,000) shares. The number of shares of each class voting for the amendment equaled or exceeded the vote required, that being fifty (50%) percent. The amendment was approved by a vote of ten thousand (10,000) shares equaling 100% of all shares entitled to vote.

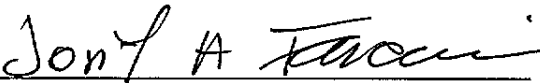
Dated: April 3, 2002

  
\_\_\_\_\_  
JOSIF A. FARCASIU, President

Dated: April 3, 2002

  
\_\_\_\_\_  
STARLETT KLINE, Secretary

We the undersigned, hereby declare, under penalty of perjury, in accordance with the laws of the State of Florida, that we are the President and Secretary of the above referenced corporation, that we executed the above reference Certificate of Amendment to Articles of Incorporation, that we have personal knowledge of the information contained therein, and that the information contained therein is true and correct.

  
\_\_\_\_\_  
JOSIF A. FARCASIU, President

  
\_\_\_\_\_  
STARLETT KLINE, Secretary