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FILED

01 APR 26 PM 3:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6515 N. E. 20 Avenue
Ft. Lauderdale, FL 33308
March 21, 2001

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

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32304

Re: Amendment to Articles of Incorporation of HEAVENLY NOTES, INC.

Gentlemen:

Enclosed herewith please find the original and two copies of the Amendment to the Articles of Incorporation of the above-stated corporation, together with my check in the amount of \$43.75 to cover the filing fee of \$35.00 and one certified copy of the Amendment for \$8.75.

Please return the certified copy requested above, together with one copy stamped "FILED", and the Certificate of Filing to the undersigned after filing.

I trust you will find this in order. Should you have any questions or comments, please feel free to contact me.

NC
5-7-01
BKS

Very truly yours,

Arlene T. Haidar

Arlene T. Haidar

Encls.

ARTICLES OF AMENDMENT
OF
HEAVENLY NOTES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article I is hereby amended to read as follows:

HEAVENLY NOTES 2000, INC.

2. The foregoing amendment was adopted on March 21, 2001.
3. The amendment was adopted by the Directors and Shareholders of the corporation by resolution, a copy of which is attached hereto.

IN WITNESS WHEREOF, the undersigned, have executed these Articles of Amendment this 21st day of March, 2001.

HEAVENLY NOTES, INC.,
a Florida corporation

By: Doris R. Jallad
Doris R. Jallad, President

(CORPORATE SEAL)

Attest:


By: Arlene T. Haidar
Arlene T. Haidar, Secretary

STATE OF FLORIDA
COUNTY OF BROWARD

ON THIS DAY, personally appeared before me, DORIS R. JALLAD, President of HEAVENLY NOTES, INC., a Florida corporation, to me well known and known to me to be the person described in the foregoing instrument or who ~~have produced~~
_____ as identification and who did take an oath and

acknowledged to and before me that the same was executed freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of April, 2001.

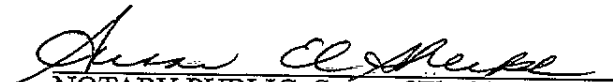

NOTARY PUBLIC, State of Florida
Print Name: SUSAN EL SHEIKH

My Commission Expires:
SUSAN EL SHEIKH
Notary Public, State of Florida
My comm. exp. Dec. 13, 2004
Comm. No. CC 983729

STATE OF FLORIDA
COUNTY OF BROWARD

ON THIS DAY, personally appeared before me, ARLENE T. HAIDAR, Secretary of HEAVENLY NOTES, INC., a Florida corporation, to me well known and known to me to be the person described in the foregoing instrument or ~~who have produced~~ _____ as identification and who did take an oath and acknowledged to and before me that the same was executed freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of April, 2001.


NOTARY PUBLIC, State of Florida
Print Name: SUSAN EL SHEIKH

My Commission Expires:
SUSAN EL SHEIKH
Notary Public, State of Florida
My comm. exp. Dec. 13, 2004
Comm. No. CC 983729


**CORPORATE RESOLUTION
OF
THE DIRECTORS AND SHAREHOLDERS OF
HEAVENLY NOTES, INC.**

THE UNDERSIGNED, DORIS R. JALLAD and ARLENE T. HAIDAR, being the directors and shareholders of HEAVENLY NOTES, INC., a Florida corporation, hereby agrees to the following resolution as if the same were adopted at a meeting duly called and held for such purpose:

RESOLVED, that the Articles of Incorporation of
HEAVENLY NOTES, INC., a Florida corporation,
be and it is hereby amended to change the name of
the corporation to:

HEAVENLY NOTES 2000, INC.

IN WITNESS WHEREOF, the undersigned hereunto set their hands and seal of the Corporation on this 21st day of March, 2001.


DORIS R. JALLAD, Director and
Shareholder


ARLENE T. HAIDAR, Director and
Shareholder