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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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Fax Number : (850)922-4000

From:
Account Name : CLOVERLEAF CAPITAL ADVISORS, LLC
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

TRADEDIRECT USA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amend

S. PAYNE JAN 8 - 2001

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 8, 2001

TRADEDIRECT USA, INC.
2704 REW CIRCLE, SUITE 105
OCOE, FL 34761

SUBJECT: TRADEDIRECT USA, INC.
REF: P01000001919

We have received your document for TRADEDIRECT USA, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If the amendment was adopted solely by the board of directors, a statement that shareholder approval was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6901.

Susan Payne
Senior Section Administrator

FAX Aud. #: H01000002506
Letter Number: 501A00000813

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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01 JAN -8 PM 1:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit No. 4010000025063

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
TRADEDIRECT USA, INC.**

**Pursuant to Provisions of the
Florida Business Corporation Act**

TradeDirect USA, Inc. (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to the applicable section(s) of the Florida Business Corporation Act, the Board of Directors and Shareholders of the Corporation adopted the resolutions set forth below, on January 5, 2001, which resolutions are in full force and in effect as of the date hereof:

WHEREAS, the Corporation is authorized by its Bylaws to amend or repeal any provision contained in the Articles of Incorporation (the "Articles");

WHEREAS, the Board of Directors and Shareholders of the Corporation, by action of consent (resolution) on January 5, 2001, with respect to the foregoing matters have authorized the amendments set forth below to the Articles.

NOW THEREFORE IT IS RESOLVED, that:

1. The Articles are amended to reflect that the authorized common stock of the Corporation is hereby increased from 1,000 shares of authorized common stock, \$0.001 par value to 50,000,000 shares, \$0.001 par value per share.
2. The Corporation shall also be authorized to issue 5,000,000 shares of Preferred Stock, no par value per share, and with such rights, preferences and designations as determined by the Corporation's Board of Directors and Shareholders.
3. The foregoing resolution shall be effective as of January 5, 2001.
4. Except as set forth herein the Articles of Incorporation of the Corporation remain unchanged.

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Fax Audit Number: 4010000025063

Prepared by: E. Nicholas Davis III

Cloverleaf Capital

2704 Rew Circle, Suite 105

Ocoee, FL 34761

(407) 905 9666

Fax Audit No. #010000025063

The foregoing was authorized by the entire Board of Directors and Shareholders of the Corporation by written consent (resolution) effective January 5, 2001 and the number of votes cast by the Directors and Shareholders were sufficient for approval.

IN WITNESS WHEREOF, TradeDirect USA, Inc. through its designated officer has caused this Certificate to be duly executed in its corporate name as of January 5, 2001.

TRADEDIRECT USA, INC.

By: 

E. Nicholas Davis, III, President and Director

STATE OF FLORIDA)

COUNTY OF ORANGE)

On this 8th day of January, 2001, before me, a Notary Public in and for the State and County aforesaid, personally appeared E. Nicholas Davis, III, who either is known to me personally or who supplied as identification, acknowledged to the fact that he is the President and Director of TradeDirect USA, Inc., and that he executed as said officer and Director the foregoing Articles of Amendment of said Corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.


NOTARY PUBLIC

Notary Public Commission expires:
[Notarial Seal]



Jennifer S Loomis
My Commission GC932074
Expires April 30 2004

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Fax Audit Number: #010000025063

Prepared by: E. Nicholas Davis III

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