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BASIC AMENDMENT

INSPIRED VENTURES, INC.

Certificate of Status	0
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Page Count	03
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Amendment
9/7/01 DC

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DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
INSPIRED VENTURES, INC.

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FIRST: Amendment adopted:

ARTICLE IV: PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be:

900 Bay Drive Unit # 518
Miami Beach, FL 33141

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

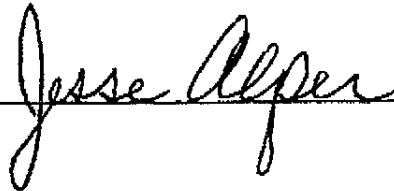
Jesse Alper
900 Bay Drive Unit # 518
Miami Beach, FL 33141

ARTICLE VI: This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

Jesse Alper
900 Bay Drive Unit # 518
Miami Beach, FL 33141

Signed this 6 day of September 2001.

Signature



President

Jesse Alper
President (Typed or printed name)

CERTIFICATE OF SHAREHOLDER CONSENT
OF
INSPIRED VENTURES, INC.

The Articles of Amendment To Articles of Incorporation were approved
by unanimous consent of all shareholders entitled to vote.

DATED: September 6, 2001



Jesse Alper