ACCOUNT NO. : 072100000032

REFERENCE : 207599

166402A

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE : July 2, 2001

ORDER TIME : 2:41 PM

ORDER NO. : 207599-005

CUSTOMER NO: 166402A

CUSTOMER: Mr. Dennis P. Veccia
International Community

4037 Metric Drive, Suite 120

Winter Park, FL 32792

DOMESTIC AMENDMENT FILING

NAME: SHOWFE', INC.

700004457087--0

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT

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TO

ARTICLES OF INCORPORATION

OF

SHOWFE', INC.

Pursuant of the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article III Nature of Business: The corporation may engage or transact business in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

Article IV Shares: The shares authorized shall be in amount of 10,000,000 common shares with a Par Value of \$01.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing if not contained in the amendment itself, are as follows:

Not applicaable as shares have yet to be issued

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THIRD: The date of each amendment's adoption: July 1, 2001.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be serparately provided for each voting group entitled to vote separatedly on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

X
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28 day of June, 2001

(By an incorporator if adopted by the incorporators)

**Dennis P. Vecci

**Dennis P. Vecc

Typed or printed name

INCORPORATION

Title