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FAX NO : 8506683398

Aug 03 2004 10:01AM

Division of Corporations

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(((H04000159389 3)))

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BASIC AMENDMENT

THE JACKSON RIVERS COMPANY

Certificate of Status	0
Certified Copy	1
Page Count	03
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*Amend
JRM
8/3/04*

FROM : FLORIDA FILING

FAX NO. : 8506683398

Aug. 03 2004 10:01AM P2

H040001593893

Articles of Amendment
to
Articles of Incorporation
of

THE JACKSON RIVERS COMPANY

(Name of corporation as currently filed with the Florida Dept. of State)

P 01000045978

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article V is hereby amended in its entirety to read as follows:

V. Capital Stock. The Company shall be authorized to issue 2,180,000,000 shares, of which
1,980,000,000 shares shall be common shares, par value \$0.001 per share, and 200,000,000 shares
shall be preferred shares, par value \$0.001 per share.

The Board of directors has the express power, subject to limitations prescribed by law, to provide
for the issuance of any or all of the shares of preferred stock in classes or series, to establish
from time to time the number of shares to be included in each class or series, and to fix by resolution
the voting powers, full or limited, or no voting powers, and the designations, preferences, and
relative participating, optional or other special rights of shares of **(CONTINUATION ATTACHED)**

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions
for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

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CONTINUATION FOR THE ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
THE JACKSON RIVERS COMPANY

each class or series and the qualifications, limitations or restrictions thereof.

The authority of the Board with respect to each class or series of preferred stock shall include, but not be limited to, determination of the following:

(a) The number of shares constituting the class or series and the distinctive designation of the class or series;

(b) The dividend rate on the shares of the class or series, whether dividends shall be cumulative, and, if so, from which date or dates, and the relative rights of priority, if any, of payments of dividends on shares of the class or series;

(c) Whether the class or series will have voting rights, and, if so, the terms of the voting rights;

(d) Whether the class or series will have conversion privileges, and, if so, the terms and conditions of the conversion, including provision for adjustment of the conversion rate in such events as the Board of Directors determines;

(e) Whether or not the shares of the class or series will be redeemable, and, if so, the terms and conditions of redemption, including the date or dates upon or after which they shall be redeemable, and the amount per share payable in case of redemption, which amount may vary under different conditions and at different redemption dates;

(f) Whether the class or series shall have a sinking fund for the redemption or purchase of shares of the class or series, and, if so, the terms and amount of the sinking fund;

(g) The rights of the shares of the class or series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, and the relative rights of priority, if any, of payments of shares of the class or series; and

(h) Any other powers, terms, rights, qualifications, preferences, limitations and restrictions, if any, of the class or series as the Board of Directors may lawfully fix under the laws of the State of Florida as in effect at the time of the creation of such series.

Article VIII is hereby added to read as follows:

VIII. Quorum. The quorum requirements for annual and special shareholder meetings of the Company shall constitute one-third of the total shares entitled to be cast at such meeting.

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The date of each amendment(s) adoption: August 2, 2004

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

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

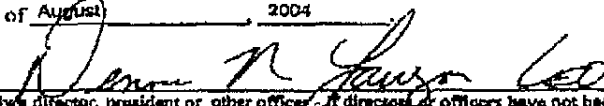
The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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.

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

Signed this 2nd day of August, 2004

Signature 
(By a director, president or other officer. If directors or officers have not been selected, by an incorporator - If in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DENNIS N. LAUZON
(Typed or printed name of person signing)

PRESIDENT AND CHIEF EXECUTIVE OFFICER
(Title of person signing)

FILING FEE: \$35

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