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BASIC AMENDMENT
THE JACKSON RIVERS COMPANY

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Certificate of Status	0
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*Amend
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PAGE 001/001

Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 1, 2005

THE JACKSON RIVERS COMPANY
402 WEST BROADWAY, #400
SAN DIEGO, CA 92101US

SUBJECT: THE JACKSON RIVERS COMPANY
REF: P01000045978

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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FAX Aud. #: E05000022642
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105000022642 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 01000046978

(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, as previously amended, is hereby further amended to read as follows:

V. Capital Stock. The Company shall be authorized to issue 8,000,000,000 shares, of which
5,000,000,000 shares shall be common shares, par value \$0.00001 per share (the "Common Stock"),
and 1,000,000,000 shares shall be preferred shares, par value \$0.00001 per share
(the "Preferred Stock").

(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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The date of each amendment(s) adoption: January 30, 2005

Effective date if applicable: January 31, 2005
(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):

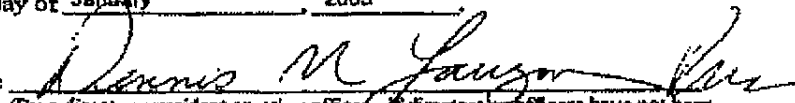
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

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 30th day of January, 2005

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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