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DIVISION OF CORPORATIONS

BASIC AMENDMENT

THE JACKSON RIVERS COMPANY

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

Effective
5-2-05

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Articles of Amendment
to
Articles of Incorporation
of

THE JACKSON RIVERS COMPANY

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

P01000045978

(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:

Effective
May 2, 2005

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inco.," 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 as follows: On May 2, 2005 (the "Effective Date"), the authorized, issued and outstanding shares of the common stock, par value \$0.00001 per share (the "Old Common Stock"), authorized, outstanding or held as treasury shares as of the open of business on the Effective Date, shall automatically and without any action on the part of the holders of the Old Common Stock be reverse split on a one for 2,000 basis so that 2,000 shares of the Old Common Stock shall be converted into and reconstituted as one share of Common Stock, par value \$0.00001 per share (the "New Common Stock"). The total number of shares of stock which the Company is authorized to issue following the Split is 1,002,500,000, of which 2,500,000 shall be common shares, par value \$0.00001 per share and 1,000,000,000 shall be preferred shares, par value \$0.00001 per share.

(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)

In lieu of any fractional shares to which a holder of our common stock would otherwise have been entitled as the result of the Split, we will pay cash equal to such fraction multiplied by the average of the high and low trading prices of our common stock on the OTCBB for the five trading days immediately

(continued)

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The date of each amendment(s) adoption: April 19, 2005

Effective date if applicable: May 2, 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 21st day of April, 2005

Signature Dennis N. Lauzon
(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)

CEO / PRESIDENT
(Title of person signing)

FILING FEE: \$35

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