P01000067348

March 25, 2002

Joseph Alicea P.O. Box 970871 Miami, Florida 33197

500005184085--3 -04/03/02--01012--001 *****35.00 *****35.00

Florida Department of State Division of Corporation P.O. Box 6327 Tallahassee, Florida 32314

Dear Sir or Madam:

500005184085--3 -04/03/02--01012--002 ******8.75 ******8.75

Please have the following amendment processed as it states in the form Articles of Amendment to Articles of Incorporation of JACKTER-CYCLEART, INC. towards the deletion of Article XII in its entirety of his charter. My name, address and telephone number is as follows:

Joseph Alicea Accountant P.O. Box 970871 Miami, Florida 33197 Tel #: (305) 253-6597

Joseph Alicea
Jock Altmon
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

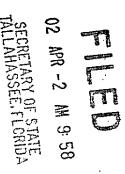
 	JACKSTER	CYCLEART,	INC.	
	(preser			

P01000067348
(Document Number of Corporation (If known)

Pursuant to 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)

Please have Article V11 of this charter or Articles of Incorporation deleted at its entiretee. It is not necessary to have the incorporators to sustain this corporation's existence.



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

THIRD: T	he date of each amendment's adoption: March 25, 2002					
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.					
, u	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.					
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.					
Signature	Signed this 25 day of March , 2002. (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)					
V	△ D					
	OR.					
	(By a director if adopted by the directors)					
	OR .					
	(By an incorporator if adopted by the incorporators)					
	Jack Altman					
	Typed or printed name					
	Description of the second of the					
	President - Director Tucorporator Title					