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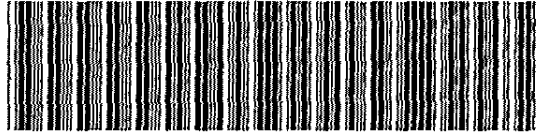
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FRIEDMAN, ROSENWASSER & GOLDBAUM

A PROFESSIONAL ASSOCIATION

ATTORNEYS AND COUNSELORS AT LAW

THE PLAZA • SUITE 801

5355 TOWN CENTER ROAD

BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

August 18, 2004

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION
2B, INC.

Dear Sir/Madam:


Enclosed herewith please find an original and one copy of the Certificate of Amendment to Articles of Incorporation of 2B, Inc., along with our check in the amount of \$35.00 to cover the filing fee.

Please return one filed copy to the undersigned in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Very truly yours,
Friedman, Rosenwasser & Goldbaum, P.A.

By:



ANDREW R. FRIEDMAN

ARF
Encl.

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
2B, INC.

04 AUG 23 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1003 and 607.1006 of the Florida General Corporation Law,

I, Brett Malden, President of 2B, INC. a Corporation existing under the laws of the State of Florida do hereby certify as follows:

FIRST: That the Directors of the Corporation have approved an amendment to its Articles of Incorporation, as hereinafter set forth, and proposed such amendment to the Stockholders of the Corporation for their approval at a Special Meeting on July 31, 2004.

SECOND: That the following is a true and correct copy of Article III of the Articles of Incorporation, as directed to be amended and as approved and adopted by the Stockholders at the aforesaid meeting, to read as follows:

"ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: 10,000,000 shares common stock, no par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation. The payment thereof does not have to be at the time of issuance, provided that said shares are subject to calls thereon until the whole consideration therefor shall have been paid."

THIRD: That such amendment has been duly adopted in accordance with the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes.

IN WITNESS WHEREOF, I, Brett Malden, President of 2B, INC. have signed this Certificate on behalf of the Corporation this 12th day of August, 2004.

(Corporate Seal)


Brett Malden