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BASIC AMENDMENT

PRIDE NETWORK, INC.

Certificate of Status	0
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AMEND
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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
PRIDE NETWORK, INC.**

1. The name of this corporation is Pride Network, Inc., a Florida corporation (the "Company"), whose principal office address is 1975 East Sunrise Boulevard, Suite 825, Fort Lauderdale, Florida 33304.
2. Article IV, of the Articles of Incorporation of the Company is hereby deleted in its entirety and amended to read as follows:

"ARTICLE IV - CAPITAL STOCK

The maximum number of shares of Common Stock that the Corporation is authorized to have outstanding is 1,000,000 shares having a par value of \$.001 per share."

3. The foregoing amendment was adopted by the Unanimous Written Consent of the Board of Directors of the Company, prior to the issuance of any stock, on February 6, 2002, in accordance with the Florida Business Corporation Act.

5. None of the Company's 10,000 authorized shares of Common Stock, par value \$.01 per share, have been issued as of this date nor as of the date of the adoption of the amendment.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment on this 6th day of February, 2002.

PRIDE NETWORK, INC.

By: _____

Bruce L. Henry, Director

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