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3/19/03
Amend
SP

WESTERN SVL CORP.
445 PARK AVENUE, 9TH FLOOR
NEW YORK, NY 10022
PHONE: 212-307-3210
FAX: 212-307-3209

MEMO

TO	FROM Richard Rubin
COMPANY Department of State	DATE
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RE	YOUR REFERENCE NUMBER

URGENT FOR REVIEW PLEASE COMMENT PLEASE REPLY PLEASE RECYCLE

NOTES/COMMENTS:

Ladies and Gentlemen,

Enclosed please find the amended Articles of Incorporation for Western SVL Corp. Also find a check in the amount of \$43.75 for the filing fees, which includes \$8.75 for certified copies.

Please note, Western SVL Corp. has changed its principal and mailing address to 445 Park Avenue, Suite 922, New York, NY 10022.

Thank you,


Richard Rubin

Articles of Amendment to the Articles of Incorporation
of
Western SVL Corp.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation, Western SVL Corp. (P02000001780) adopts the following Articles of Amendment to its Articles of Incorporation.

Article I. Amendment

The Articles of Incorporation of the Corporation are amended as follows:
Article V is deleted in its entirety and replaced with the following:

Article V. Capital Stock

The Corporation shall have the authority to issue 50,000,000,000 shares of common stock, par value \$.001 per share, which may be divided into classes and with the preferences, limitations and relative rights determined by the Board of Directors.

Article II. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted by the Board of Directors on March 5, 2003.

Article III. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.
Western SVL Corp.

By: /s/ Richard Rubin
Name: Richard Rubin
Title: Secretary
Date: March 5, 2003

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TALLAHASSEE, FLORIDA

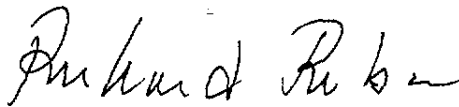
**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF
WESTERN SVL CORP.**

At the special meeting of the Board of Directors of Western SVL Corp. (the "Corporation") duly called and held at 11:30 a.m. on the 5th day of March 2003, at 445 Park Avenue, 9th Floor, New York, NY 10022, in accordance with the Corporation's Articles and by-laws and the Florida statutes, at which a quorum was present throughout, the following actions were taken by the Board of Directors:

RESOLVED, that the Board of Directors authorizes and approves the change of Article V of its Articles of Incorporation to increase the number of authorized common shares from 100,000,000 to 50,000,000,000.

FURTHER RESOLVED, that the Board of Directors execute such documents and take such further actions in order for the Corporation to effect the above resolutions on a date to be determined by the Board of Directors.

Present at the special meeting of the Board of Directors were Richard Rubin, corporate secretary and director, and Ivo Heiden, vice president and a director. By their signature below, the above resolutions have been duly authorized and adopted by a majority of the Corporation's Board of Directors.



Richard Rubin, Secretary and Director



Ivo Heiden, Vice President and Director