

PD2000088595

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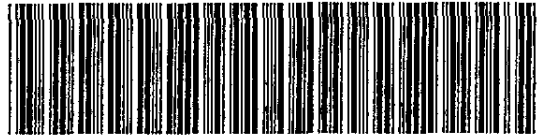
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Amend/cc
1a 1.14.05

FILED
05 JAN 10 PM 4:40
TALLAHASSEE, FLORIDA

Date: 1-07-05

FILED
05 JAN 10 PM 4:40
TALLAHASSEE, FLORIDA

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

SUBJECT: Amended Articles

DOCUMENT NUMBER: **P02000088595**

The enclosed *Articles of Amendment* and fees are submitted for filing:

Please return all correspondence concerning this matter to the following:

Glenn P. Kernweis, President
MAXCESS INTERNATIONAL, INC.
One Park Place, Suite 240
Boca Raton, FL 33487

For further information concerning this matter, please call:

Glenn P. Kernweis at (561) 995-1491 If at all possible, please send Amended Articles by fax to (561) 995-1492.

Enclosed is a check for the following amount: \$43.75 Filing Fee & Certified Copy.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAXCESS INTERNATIONAL, INC.**

FILED
05 JAN 10 PM 4:40
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this **Florida Profit Corporation** adopts the following amendment to its Articles of Incorporation.

AMENDMENTS ADOPTED:

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Thirty-Five Million (35,000,000) Shares of common stock having no par value.

The date of this adoption: 1 - 07 - 05

Adoption of Amendment:

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 7th day of January, 2005.

Signature _____

Glenn P. Kernweis
President