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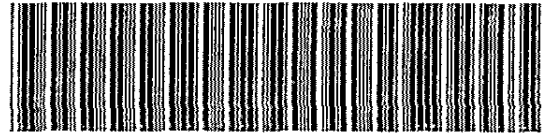
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## **CRG ENERGY, INC.**

5858 W. Atlantic Avenue / Delray Beach, FL 33484 / 561-265-2382 / Fax: 561-265-1880

January 26, 2005

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

Re: Amendment to Articles of Incorporation of CRG ENERGY, INC. / document #P02000124720

Dear Sir / Madam:

Enclosed are three (3) copies of the Articles of Amendment to the Articles of Incorporation of CRG Energy, Inc.

Also enclosed is the filing fee for the articles of amendment in the amount of \$35.00 made payable to the Department of State.

If you have any questions, I can be reached Monday thru Thursday from 10:00 am to 5:00 pm at 561-265-2382. Thank you in advance for your assistance.

Sincerely,



Gail M. Scheel  
Assistant to Joseph R. Bergmann

Enc.

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
  
**CRG ENERGY, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

SECOND: The principal place of business/mailing address is:

5858 W. Atlantic Avenue  
Delray Beach, Florida 33484

FOURTH: The Corporation is authorized to issue 750,000,000 shares of Common Stock having a par value of \$.001 each. Additionally, the Corporation is authorized to issue 200,000,000 shares of Preferred Stock, having a par value of \$.001 each. The Preferred Stock may be issued in series, from time to time, with such designation, rights, preferences and limitations as the Board of Directors of the Corporation may determine by resolution. The rights, preferences and limitations of any additional series of Preferred Stock may differ from any other series of Preferred Stock with respect to such matters as may be determined by the Board of Directors, including, without limitation, the rate of dividends, method and nature of payment of dividends, terms of redemption, amounts payable on liquidation, sinking fund provisions (if any), conversion rights (if any), and voting rights.

The number of authorized shares of any class of the Corporation shall not be affected by any combination.

FIFTH: The number of directors constituting the initial Board of Directors of the corporation is one, and the name, Title and Address of the Person who is to serve as the initial director is:

Joseph R. Bergmann, Chairman & CEO  
5858 W. Atlantic Avenue  
Delray Beach, Florida 33484

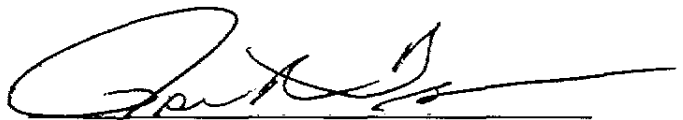
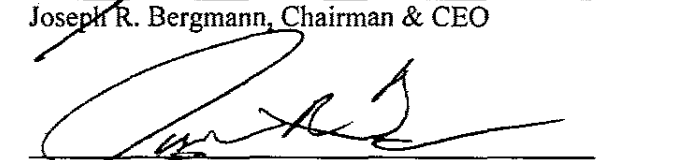
SIXTH: The name and Florida street address of the registered agent is:

Joseph R. Bergmann  
5858 W. Atlantic Avenue  
Delray Beach, Florida 33484

EIGHTH: The Corporation elects not to be governed by Section 607.0901 of the Florida Business Corporation Act.

The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed on January 21, 2005 by:

  
Joseph R. Bergmann, Chairman & CEO  
  
Joseph R. Bergmann, Secretary