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Division of Corporations

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Account Name Account Number YOUR CAPITAL COMMECTION, INC.

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BASIC AMENDMENT

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INTERNATIONAL CONSOLIDATED ENTERPRISES, INC

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Capital Connection, Inc.

JANUARY 14, 2003

INTERNATIONAL CONSOLIDATED ENTERPRISES, INC. 101 NE 3RD AVENUE SUITE 1500 FORT LAUDERDALE, FL 33301

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KAREN GIBSON DOCUMENT SPECIALIST FAX AUD. #: H03000017171 LETTER NUMBER: 403A00001858

International Consolidated Enterprises, Inc.

Pursuant to Florida Statutes Section 607.1005, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. Article IV: Capital Stock, is hereby amended to read as follows:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ene thousand (100,000,000) shares having a par value of (\$,001) per share.

one hundred million

3. The foregoing amendment was adopted on December 12, 2002.

4. The amendment was adopted by the incorporation before the issuance of shares; thus, shareholder action was not required.

IN WITNESS WHEREOF, we the undersigned, have executed these Articles of Amendment, this 12th day of December, 2002.

Robert Reeves, Executive Vice President/Director

Joel Bartlett, President/Director

James Miller, Executive Vice President/Director

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