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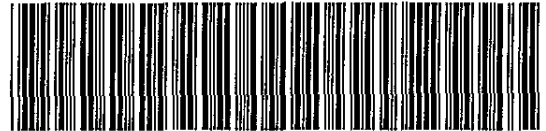
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
XRB



The Law Office of Marwa Zeini, PA

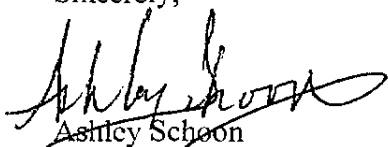
April 16, 2003

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To whom it may concern:

Enclosed please find ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF AMERICAN NEW MILLENNIUM, INC. Also enclosed please find STATEMENT OF CHANGE OF REGISTERED OFFICE FOR CORPORATIONS and WRITTEN ACTION OF THE SHAREHOLDERS. Enclosed there is also a check in the amount of seventy (70) dollars for filing fees. If there are any questions or concerns please do not hesitate to contact our office at (407) 381-2505. Thank you.

Sincerely,


Ashley Schoon

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMERICAN NEW MILLINEUM, INC.
(a Florida corporation)**

FILED
03 APR 21 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the Corporation is AMERICAN NEW MILLINEUM, INC. (the "Corporation").
The name of the Corporation shall be changed to AMERICAN NEW MILLENNIUM, INC.
2. Article I of the Articles of Incorporation is amended to read in its entirety as follows:

"The name of this corporation is American New Millennium, Inc. and its principal place of business shall be located at 2735 SW 35th Place #901, Gainesville, FL 32608."

3. Article VI of the Articles of Incorporation is amended to read in its entirety as follows:

"The street address of the initial registered office of this corporation is 2735 SW 35th Place #901, Gainesville, FL 32608, and the name of the initial registered agent of this corporation at that address is Mahmoud Abu-Qaoud."

4. Article VII of the Articles of Incorporation is amended to read in its entirety as follows:

"Initially, this corporation shall have two (2) Directors who shall serve until their successors shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial director is as follows:

Name

Ammar Ateyah

Address

10240 NW 11th Lane
Gainesville, FL 32606

Mahmoud Abu-Qaoud

2735 SW 35th Place #901
Gainesville, FL 32608"

5. Article IX of the Articles of Incorporation is amended to read in its entirety as follows:

"The name and address of the Incorporator signing these articles is:

Name

Address

Ammar Ateyah

10240 NW 11th Lane
Gainesville, FL 32606

Mahmoud Abu-Qaoud

2735 SW 35th Place #901
Gainesville, FL 32608"

6. The foregoing amendment to the Articles of Incorporation of the Corporation was adopted and approved by the written consent of the Corporation's shareholders, effective as of April 13, 2003. The amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

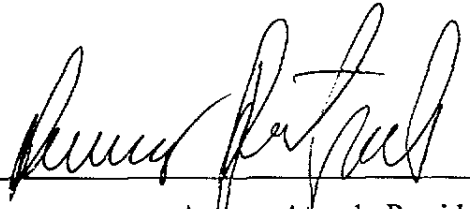
IN WITNESS WHEREOF, these Articles of Amendment have been executed this 13 day of April, 2003

AMERICAN NEW MILLENNIUM, INC.

By: _____

Ammar Ateyah
President

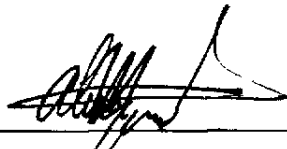
Dated this 13 day of April, 2003.


Ammar Ateyah, President

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: April 13, 2003.


Mahmoud Abu-Qaoud, Registered Agent