

P030001251941

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03 DEC 31 PM 5:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AK CAPITAL, INC.

SUITE B-10 156
800 STEELES AVENUE WEST
THORNHILL, ONTARIO
L4J 7L2
PHONE: 416 436 7666
FAX : 425 663 7215
E-mail : akcapital@mail.com

December 15, 2003

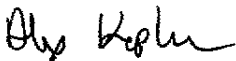
Attention: Florida Division of Business

Dear Sir/Madam:

Please find enclosed articles of amendment for Avenue Holdings, Inc.

Thanks in advance.

Sincerely,



Alex Kaplun



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 24, 2003

ALEX KAPLUN
10151 UNIVERSITY BLVD.
SUITE 1604
ORLANDO, FL 32817

SUBJECT: AVENUE HOLDINGS, INC.
Ref. Number: P03000125194

We have received your document for AVENUE HOLDINGS, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must have original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6882.

Maryanne Dickey
Document Specialist

Letter Number: 503A00068572

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

AVENUE HOLDINGS, INC.

(Present Name)

P03000125194

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 31 PM 5:41

FILED

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1.] RESOLVED THAT THE NAME OF THE CORPORATION BE CHANGED TO GLOBAL PROSPECTING VENTURES, INC.

2.] RESOLVED THAT THE AUTHORIZED CAPITAL BE INCREASED TO ONE HUNDRED MILLION (100,000,000) SHARES.

3.] RESOLVED THAT THE ISSUED AND OUTSTANDING SHARES BE CONSOLIDATED ON A ONE (1) NEW FOR FIVE HUNDRED (500) OLD BASIS.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: . December 12, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ." _____

voting group

X The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day of 14 day of December, 2003.

Signature: _____



(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)

Alex Kaplun

(Typed or printed name of person signing)

President

(Title of person signing)

FILING FEE: \$35