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SPIEGEL & UTRERA, P.A.

(Requestor's Name)

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(Address)

MIAMI, FL 33145 (305) 854-6000

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Montclair Holdings Corp.
(Corporation Name)

P04000008080
(Document #)

2. _____
(Corporation Name)

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3. _____
(Corporation Name)

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(Corporation Name)

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
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<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

September 17, 2004

Spiegel & Utrera, P.A.
1840 Coral Way
4th Floor
Miami, FL 33145

SUBJECT: MONTCLAIR HOLDING CORP.
Ref. Number: P04000008080

We have received your document for MONTCLAIR HOLDING CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Document Specialist

Letter Number: 104A00055185

RECEIVED
04 SEP 21 PM 12:58
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MONTCLAIR HOLDING CORP.**

FILED
04 SEP 21 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: The name of this corporation shall be changed to **MAX PROPERTIES DEVELOPMENT CO.**

SECOND: The Officers of the Corporation shall be:

President:	Massimo Parodi
Vice-President:	Veronica Virgulti
Secretary:	Massimo Parodi
Treasurer:	Massimo Parodi

whose addresses shall be the same as the principal address of the Corporation.

THIRD: The Director(s) of the Corporation shall be:

Massimo Parodi

whose addresses shall be the same as the principal address of the Corporation.

FOURTH: The mailing address of the Corporation shall be 1049 South Carson Street, Carson City, Nevada 89701-5999.



SPIEGEL & UTRERA, P.A.
L A W Y E R S

www.amerilawyer.com

1840 SW CORAL WAY 4 FLOOR, MIAMI, FL 33245 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 857-3700

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FIFTH: Article 5 of the Articles of Incorporation of the Corporation states:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE MILLION (1,000,000)** shares of common stock, each having the par value of ONE TENTH OF ONE CENT (\$0.001).

SIXTH: Article 5 of the Articles of Incorporation of the Corporation shall be amended to state:

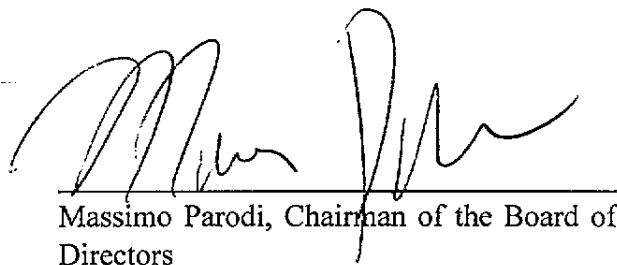
The maximum number of shares that this Corporation is authorized to have outstanding at any time is **FIFTEEN MILLION (15,000,000)** shares of common stock, each having the par value of ONE DOLLAR (\$1.00).

SEVENTH: The date of the adoption of this amendment is the 15 September 2004.

EIGHTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

NINTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 15 September 2004.



Massimo Parodi, Chairman of the Board of Directors



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