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**BASIC AMENDMENT**  
**TIMESHAREMALL.COM, INC.**

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**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**TIMESHAREMALL.COM, INC.**

I. Article I of the Articles of Incorporation of **TIMESHAREMALL.COM, INC.** is hereby amended to read:

**ARTICLE I**

**NAME AND ADDRESS OF BUSINESS**

The name of this corporation is **TIMESHAREMALL.COM, INC.**, and the address of this corporation is 1324 Seven Springs Blvd., #129, New Port Richey, Florida 34655.

II. Article VI(A) of the Articles of Incorporation of **TIMESHAREMALL.COM, INC.** is hereby amended to read:

**ARTICLE VI**

**BOARD OF DIRECTORS**

A. Initial Board of Directors. The name and address of the initial directors of the Corporation are:

John Brian McLane, Jr.  
1324 Seven Springs Blvd., #129  
New Port Richey, Florida 34655

Michael W. Savary, Jr.  
1324 Seven Springs Blvd., #129  
New Port Richey, Florida 34655

Prepared by:  
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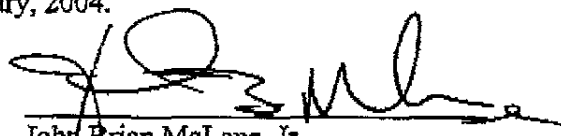
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III. The foregoing amendment was adopted by the unanimous vote of the shareholders and directors of this corporation on the 27 day of February, 2004.

The undersigned President and Director of this corporation has executed these Articles of Amendment this 27 day of February, 2004.



John Brian McLane, Jr.  
President and Director

Prepared by:  
J. Matthew Marquardt, Esq.  
P. O. Box 1669  
Clearwater, FL 33757  
(727) 441-8966  
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