

APR 19 2004 5:30 PM as CORPORATION SEC O NO 100 Page 37
P04000025670

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000081833 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : CORPORATION SERVICE COMPANY /H2H
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

RECEIVED
04 APR 19 AM 7:43
DIVISION OF CORPORATIONS

BASIC AMENDMENT
RJW VENTURES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2004 APR 19 PM 12:55

Electronic Filing Menu

Corporate Filing

Public Access Help

Amendment
4/19/04

DE

APR. 16. 2004 5:30PM

CORPORATION SVC CO

NO. 760, P. 2/3
H04000081833 3

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF RJW VENTURES, INC., A FLORIDA CORPORATION

In accordance with the terms of Section 607.1006 of the Florida Business Corporation Act, RJW VENTURES, INC., a Florida corporation (the "Corporation"), hereby adopts the following amendments to its Articles of Incorporation:

1. Article IV is hereby amended to read in its entirety as follows:

ARTICLE IV

The Corporation is authorized to issue the following shares:

Class	Number of Shares	Par Value
COMMON	80,000,000	\$.001
PREFERRED	5,000,000	\$.001

The designations and the powers, preferences and rights, and the qualifications or restrictions thereof are as follows:

The preferred shares shall be issued from time to time in one or more series, with such distinctive serial designations as shall be stated and expressed in the resolution or resolutions providing for the issuance of such shares as adopted by the Board of Directors; the Board of Directors is expressly authorized to fix the annual rate or rates of dividends for the particular series, the dividend payment dates for the particular series and the date from which dividends on all shares of such series issued prior to the record date for the first dividend payment date shall be cumulative, the redemption price or prices for the particular series, the voting powers for the particular series, the rights, if any, of the holders of the shares of the particular series to convert the same into shares of any other series or class or other securities of the corporation, with any provisions for the subsequent adjustment of such conversion rights, the rights, if any, of the particular series to participate in distributions or payments upon liquidation, dissolution or winding up of the corporation, and to classify or reclassify any unissued preferred shares by fixing or altering from time to time any of the foregoing rights, privileges and qualifications.

All the preferred shares of any one series shall be identical with each other in all respects, except that shares of any one series issued at different times may differ as to the dates from which dividends thereon shall be cumulative; and all preferred shares shall be of equal rank, regardless of series, and shall be identical in all respects except as to the particulars fixed by the Board of Directors as hereinabove provided or as fixed herein.

3. The foregoing amendment was adopted by a majority of the Shareholders of the Corporation eligible to vote by a Written Consent signed by them on March 29, 2004, manifesting their intention that this amendment be adopted, pursuant to Section 607.1003,

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2004 APR 19 PM 12:55

H04000081833 3

APR. 16. 2004 5:31PM

CORPORATION SVC CO

NO. 760008P. 3/33 3

Florida Statutes.

4. The number of votes cast for said amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, as Chief Executive Officer of the Corporation, has executed these Articles of Amendment as of the 29 day of March, 2004.


Wayne Jenkins, CEO

H04000081833 3