

P94000008938

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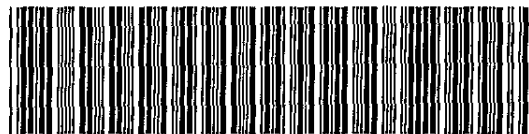
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February 16, 2004

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: **SUPRA TELECOMMUNICATIONS AND INFORMATION SYSTEMS, INC.,**

**To Whom It May Concern:**

Enclosed is Money order number 08-008134178 in the amount of \$35.00 (Thirty five dollars) being payment for the attached article of amendment. dated 2/16/04.

A copy of the amendment is enclosed. Please mark it to indicate that the document was filed and return the copy to me in the enclosed self-addressed envelope.

Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Esther Sunday".

Esther Sunday  
Administrative Assistant

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF SUPRA TELECOMMUNICATIONS AND INFORMATION SYSTEMS, INC.  
DOCUMENT #P94000008938**

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

**FIRST:** Amendment adopted:                      **ARTICLE IV – CAPITAL STOCK**

Pursuant to a Board Resolution dated February 16, 2004, the corporation's Article IV – Capital Stock has been amended to authorize a reduction in the par value of Common Stock to .02 cents. The amended ARTICLE IV reads as follows:

The corporation is authorized to issue Fifty Million (50,000,000) shares of Common Stock at .02 cents par value.

**SECOND:** The date of the amendment's adoption: February 16, 2004.

**THIRD:** Adoption of Amendment: the amendment was approved by the Board of Directors.

**FOURTH:** This amendment does not require shareholder approval.

**FIFTH:** This amendment supersedes the original articles of incorporation and all amendments thereto.

Signed this 16 day of February, 2004.

Signature:   
Russell Lambert, CEO and Director

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**WRITTEN CONSENT OF THE  
BOARD OF DIRECTORS OF SUPRA TELECOMMUNICATIONS AND  
INFORMATION SYSTEMS, INC.**


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The undersigned, being the sole Director of Supra Telecommunications and Information Systems, Inc., a corporation organized under the laws of the State of Florida (the "Company"), hereby consents to the following resolution; without a regular or special meeting of the Board of Directors, without notice and without a vote; and directs that said resolutions be filed among the records of proceedings of the Company:

**RESOLVED**, that the Articles of Incorporation are hereby amended, as reflected by the Amended Articles that are attached hereto, and deemed effective as of the date of this written consent.

Executed this 16 day of February 2004.

**Sole Director**

By:   
Russell Lambert