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TRANSMITAL LETTER

October 24, 2000

Department of State ✓
Division of Corporation
Amendment Division
409 East Gaines Street
Tallahassee, Florida 32314
Phone # (850) 487-6050

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-12/13/00--01081--003
*****43.75 *****43.75

Subject: K.M.S ENTERPRISES, INC

Please find enclosed an original and a copy of the Articles of Amendment for the above corporation and a check in the amount of \$ 43.75

Amendment fee \$ 35.00
Certificate of Status 8.75

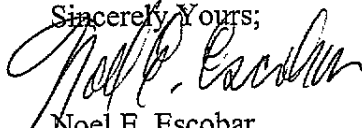
For Noel E. Escobar
Accountant
4420 SW 77th avenue
Ft. Lauderdale, Florida 33328

Phone (954) 474-5425
Fax # (954) 370-2146

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send all correspondence to my above address.

Sincerely Yours;


Noel E. Escobar
Accountant

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

K.M.S. ENTERPRISES, INC.

Pursuant to Section 607.1006, P Florida Statutes, this Florida profit Corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The Corporation adopted the following amendment to the articles of incorporation:

At a Special meeting of Stockholders on October 24, 2000 it was unanimously voted and agreed to the election of new officers of the Corporation.

The new corporate officers will be:

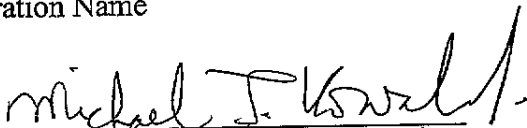
Mr. Michael J. Kowalski was elected as Director, President, Vice President, Secretary and Treasurer.

Third: The day of Adoption by all of the Shareholders was October 24, 2000.

Dated: October 24, 2000

K.M.S. Enterprises, Inc.
Corporation Name

By


Mr. Michael J. Kowalski- President-Director

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TALLAHASSEE, FLORIDA