

# P94000040372

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February 4, 2000

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

600003129856-9  
-02/09/00-01079-024  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: LIFEKEEPERS INTERNATIONAL, INC.  
Document Number P94000040372

Enclosed are the original and one copy of the articles of amendment to articles of incorporation for the above-named Florida corporation. Also enclosed is a check in the amount of \$35.00, representing the filing fees for the above-named Florida corporation.

Thank you for your assistance in this matter.

Sincerely,



David M. Bovi  
David M. Bovi, P.A.  
319 Clematis Street, Suite 812  
West Palm Beach, Florida 33401

Amend.

V. SHEPARD FEB 18 2000

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
LIFEKEEPERS INTERNATIONAL, INC.

FILED  
00 FEB -9 AM 11:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article IV of the amended articles of incorporation of LIFEKEEPERS INTERNATIONAL, INC. was amended by the corporation's board of directors on January 10, 2000. The corporation is filing these articles of amendment to the amended articles of incorporation pursuant to F.S. 607.1006.

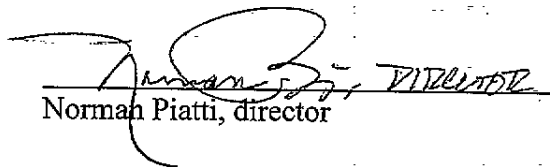
1. The name of the corporation is LIFEKEEPERS INTERNATIONAL, INC.
2. Article IV of the amended articles of incorporation of LIFEKEEPERS INTERNATIONAL, INC. shall be amended as follows:

ARTICLE IV. CAPITAL STOCK.

Upon giving effect to the corporation's 2 for 1 forward stock split of its issued and outstanding common stock effective February 29, 2000, the number of shares of stock that this corporation is authorized to have outstanding at any one time shall remain as:

1. 50,000,000 shares of common stock, \$0.001 par value; and
  2. 5,000,000 shares of preferred stock, \$1.00 par value.
3. The foregoing amendment to the articles of incorporation was duly adopted by the board of directors on January 10, 2000 without shareholder action, and no shareholder action was required.

Signed this 4th day of February 2000.

  
Norman Piatti, director