

P94000050284

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February 5, 1998

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

700002426877--6

-02/10/98-01072-004

\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: SPARTY INDUSTRIES, INC.

Dear Sirs:

I herewith enclose for filing the executed original Articles of Amendment to the Articles of Incorporation for the above-referenced corporation.

I further enclose a check in the amount of \$87.50 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
	\$ 87.50

Thank you for handling. If there are any questions, please call me collect at this address.

Cordially yours,

*Ledyard H. DeWees*

Ledyard H. DeWees  
Florida Bar No. 019426

FILED  
98 FEB 10 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

encl.

LHD/das

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PAG  
2-12

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
SPARTY INDUSTRIES, INC.**

**FILED**  
98 FEB 10 AM 9:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Department of State  
Tallahassee, Florida 32314

Pursuant to the provisions of Florida Statute §607.1006, the undersigned Corporation certifies as follows and adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is: **SPARTY INDUSTRIES, INC.**
2. The Articles of Incorporation of the said Corporation were filed July 5, 1994, and assigned document number P94000050284.
3. This amendment was adopted by unanimous consent of the Board of Directors and was approved by a majority vote of the shareholders which was sufficient for approval.
4. The date of this amendment's adoption is February 5, 1998.
5. The following amendment of the Articles of Incorporation was adopted unanimously by the Board of Directors and approved by a majority vote of the shareholders:

ARTICLE 3. is hereby replaced in its entirety and a new ARTICLE 3. is adopted as follows:

"3.

The total authorized capital stock of this Corporation shall consist of Ten Million (10,000,000) shares of voting common stock, having a par value of \$.001 each, amounting in the aggregate to Ten Thousand Dollars (\$10,000.00). All stock when issued shall be fully paid for and shall be nonassessable and shares of the Corporation are not to be divided into classes.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. In any event, dividends on the common stock of this corporation shall have no cumulative rights whatsoever and dividends will not accumulate if the Directors do not declare dividends, whether or not there is a surplus available to the Board of Directors for the payment of dividends.

Each shareholder of this corporation shall have one vote per share of issued and outstanding shares. The shareholders of this Corporation shall not have preemptive rights to acquire the Corporation's shares."

Dated: February 5, 1998

SPARTY INDUSTRIES, INC.

By: 

Robert McInnes  
President