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NEW CONNECTION, INC.
2803 N.W. 5 AVE.
MIAMI, FL. 33127

(City/State/Zip/Phone #)

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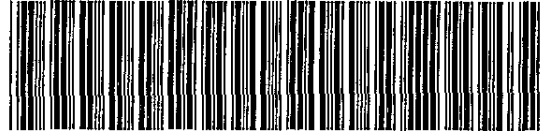
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Amend.

V SHEPARD NOV 19 2002

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
NEW CONNECTION, INC.**

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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(s) adopted:

Article VII shall be amended as follows:

The Board of Directors and Officers shall consist of the following individuals until new Directors and Officers shall be elected.

Kyung Sook Lee, 10421 Lima Street, Cooper City, FL 33026, as President and Director
Chang Soon Lee, 10421 Lima Street, Cooper City, FL 33026, as Secretary
Hyun Sook Lee, 10421 Lima Street, Cooper City, FL 33026, as Treasurer

SECOND: This amendment does not provide for an exchange, reclassification or cancellation of issued shares.

THIRD: The date of each amendment's adoption is October 27, 2002.

FOURTH: Adoption of Amendments:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 6 day of November, 2002.

Signature:


Kyung Sook Lee, President/Director