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P94000085400

January 15, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

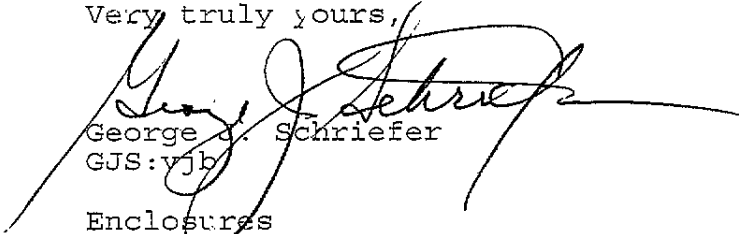
Re: Certificate of Amendment to Articles of
Incorporation of FORTUNE 900, INC. - P94000085400

Dear Madam or Sir:

Enclosed is a Certificate of Amendment for filing
together with our check in the amount of \$35.

Please make the name change effective JANUARY 15,
2002.

Very truly yours,


George J. Schriefer
GJS:vjb

Enclosures

FILED
02 JAN 17 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

FORTUNE 900, INC.

FORTUNE 900, INC., a for profit Florida corporation, under its corporate seal and hand of its President and Secretary, hereby certifies that the Board of Directors and Stockholders of said corporation, at a meeting called and held on January 15, 2002 at 9:00 a.m. at 5840 Ulmerton Road, Suite D, Clearwater, Florida 33760 adopted the following Resolution:

RESOLVED, that it is advisable that the Articles of Incorporation of this corporation be amended as follows:

ARTICLE I - NAME

The name of the corporation, which is to be a for profit organization, shall be STARFIRE, INC. said change shall be effective January 15, 2002.

FURTHER RESOLVED, that the officers of the corporation prepare an appropriate Resolution for the corporation which will authorize said change.

The meeting of the Board of Directors and Stockholders of the corporation called by the Board of Directors as aforesaid, was held on January 15, 2002 at 5840 Ulmerton Road, Suite D, Clearwater, Florida 33760, and said amendment to the Articles of Incorporation was duly adopted by the unanimous vote of all the Board of Directors.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary on this 15th day of January, 2002.

(Corporate Seal)

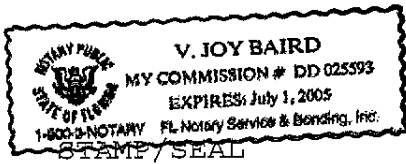
BY  PRES
WAYNE L. HARRISON, President

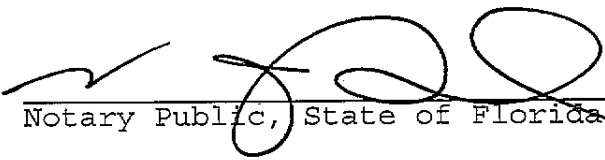
Attest:  SKOT
WAYNE L. HARRISON, Secretary

02 JAN 17 PM 3:49
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 15th day of January, 2002 by WAYNE . HARRISON, President and Secretary respectively of FORTUNE 900, INC., a for profit Florida corporation, on behalf of the corporation. WAYNE L., HARRISON is personally known to me and he did take an oath.





Notary Public, State of Florida