

P95000032134

May 14, 1997

Florida Department Of State
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

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-05/19/97--01193--009
*****87.50 *****87.50

To Whom It May Concern:

Please find enclosed Articles of Amendment to the Articles of Incorporation of EXPOSURE COMMUNICATIONS, INC. In addition, I have enclosed a check in the amount of \$87.50 for the filing fee and for a certified copy of the amendments.

If you have any questions, please feel free to call me at (954) 346-5799. My mailing address is 10100 W. Sample Road, Suite 401, Coral Springs, Florida 33065.

Sincerely,


Kerry Thompson

*Kerry Thompson
gave the OK. to add
incorporator as his title.*

*DC
5/29/97*

FILED
97 MAY 19 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Name
Change
&
Amendment
05/29/97
DC*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EXPOSURE COMMUNICATIONS, INC.**

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:

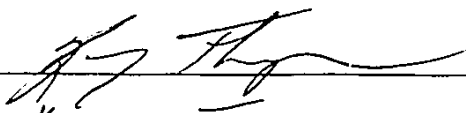
FIRST: To amend **ARTICLE 1 - NAME**, from Exposure Communications, Inc. to **B-Kleen, Inc.**

SECOND: To amend **ARTICLE 11 PRINCIPAL OFFICE**, to **10100 W. Sample Road, Suite 401, Coral Springs, Florida 33065.**

THIRD: To amend **ARTICLE 111- SHARES**, from One-Million (1,000,000) common shares without par value to **One Hundred Million (100,000,000) common shares with \$.001 par value.**

These amendments of the Articles of Incorporation were adopted by the incorporators on May 14, 1997 without shareholder action and shareholder action was not required.

Signed this day 14th of May , 1997

Signature 
Printed Name Kerry Thompson
Title President/Incorporator

FILED
97 MAY 19 PM 1:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA