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December 30, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Dragon Environmental Corporation

Dear Sir:

Enclosed herewith please find the original Articles of Amendment for the above referenced corporation. Also enclosed is our check in the amount of \$35.00 representing the filing fee.

Very truly yours,

DAVID C. WILLIS

DCW/pjs
Enclosures
cc: Mr. Loren Howard

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

TO

DRAGON ENVIRONMENTAL CORPORATION, a Florida Corporation

Pursuant to Florida Statutes Section 607.1001, the Articles of Incorporation of the above named Corporation are amended as follows:


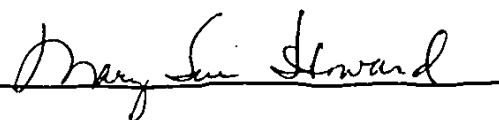
1. The the paragraph of the Fourth Article is amended to read as follows:

The number of common shares that the Corporation is authorized to issue is 20,000,000 at at \$0.001 par value, the specific attributes of which are to be determined, on a case by case basis prior to issuance, by the Corporation's Board of Directors.

2. The above amendment has been adopted by the Board of Directors of the Corporation and shareholders entitled to vote thereon by written consent in lieu of a special meeting on ~~November~~ ^{December} 16, 1996, pursuant to Sections 607.0704 and 607.1003, as required by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 16th day of ~~November~~ ^{December}, 1996.

DRAGON ENVIRONMENTAL
CORPORATION

By:


Basil J. Meecham, President

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me on ~~November~~ ^{December} 16, 1996, by Basil J. Meecham, as President of Dragon Environmental Corporation, a Florida corporation, on behalf of the corporation, who is personally known to me or has produced _____ (type of identification) as identification.

TERRIE L. ROBINSON-NOTTER
Notary Public, State of Florida
My Comm. expires April 7, 1997
Comm. No. CC275009


Name: _____

(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida
My Commission Expires: