

P95000046909

Evans & Donica, P.A.  
Attorneys at Law

First of America Plaza, Suite 1500  
201 E. Kennedy Boulevard  
Tampa, Florida 33602

Telephone (813) 221-1996  
Fax (813) 223-2156

October 16, 1997

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: InvestIN Corporation and  
InvestIN Securities Corp.

300002326963-- 9  
-10/22/97--01078--003  
\*\*\*\*\*175.00 \*\*\*\*\*87.50

Dear Sir or Madam:

Please accept for filing the enclosed:

1. Amendment to Articles of Incorporation of InvestIN Corporation, and
2. Amendment to Articles of Incorporation of InvestIN Securities Corp.

Enclosed is our check in the amount of \$175.00 for the filing fee and certificates for each of the above amendments. Also enclosed is our self-addressed, stamped envelope.

Please give me a call if you have any questions.

Very truly yours,



Herbert R. Donica

HRD:darn  
Enclosures

FILED  
97 OCT 22 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended  
OCT 24 1997

AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
InvestIN Corporation

FILED  
97 OCT 22 AM 8:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

As of October 20th, 1997, the Board of Directors and majority shareholder adopt this Amendment to the Articles as follows:

I.  
Name

The name of this Florida Corporation shall be InvestIN.com Corp. from InvestIN Corporation.

V.  
Capital Stock

The Corporation is authorized to issue TEN MILLION (10,000,000) shares of stock with no par value, which will be designated Common Stock.

IN WITNESS WHEREOF, the President and Secretary, acting on behalf of the Board of Directors, and the majority shareholder have executed this Amendment to the Articles of Incorporation on October 20, 1997 pursuant to authorization of the Board of Directors by a meeting held on October 20, 1997 and by the Written Consent of the Majority Shareholder to such action without a meeting of the Shareholders dated October 20, 1997.


A majority vote of the corporation's sole class of stock, voting common stock, is sufficient to authorize this amendment to the articles of incorporation.

Dated: October 20, 1997



Laurence D. Briggs, President  
InvestIN.com Corporation (f/k/a  
InvestIN Corporation, f/k/a Briggs, Weber & Co., Inc.

ATTEST:



Scott Slayton, Secretary  
InvestIN.com Corporation (f/k/a  
InvestIN Corporation, f/k/a Briggs, Weber & Co., Inc.



Laurence D. Briggs  
Majority Shareholder

Prepared by: Janice Norman Donica  
Evans & Donica, P.A.  
201 E. Kennedy Blvd., Suite 1500  
Tampa, Florida 22602  
(813) 221-1996 FAX (813) 223-2156  
Fla. Bar #849480