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* Not Admitted in Florida

January 21, 1998

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

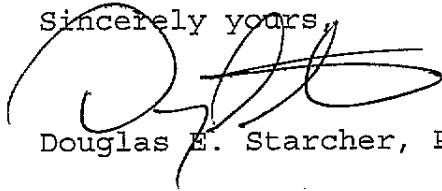
Re: Moxie Technologies, Inc.
Our File No. 19162-0001

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Amendment to the Articles of Incorporation of Moxie Technologies, Inc., a Florida corporation, together with our check in the amount of \$35.00 payable to the Florida Department of State to cover the filing fee. Please acknowledge receipt of the enclosed Articles by date-stamping a copy of the Articles and returning the copy to me in the stamped, self-addressed envelope enclosed for your convenience.

Thank you for your attention to this matter. If you have any questions or comments, please contact me.

Sincerely yours,


Douglas E. Starcher, P.A.

DES:gb
Enc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 23 AM 11:59

Amend.
01-26-98
CC

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
MOXIE TECHNOLOGIES, INC.

The undersigned, President of MOXIE TECHNOLOGIES, INC., a Florida corporation (the "Corporation"), desiring to amend the Articles of Incorporation of the Corporation pursuant to Section 607.1006 of the Florida Business Corporation Act, states as follows:

1. The name of the Corporation is MOXIE TECHNOLOGIES, INC.
2. The Articles of Incorporation are amended as follows:

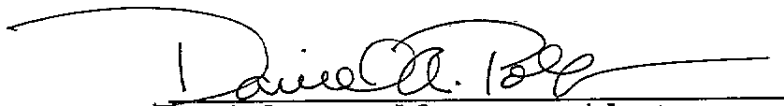
Article V - Capital Stock shall be deleted in its entirety and the following shall be substituted in lieu, place and stead thereof:

Article V - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, having a par value of \$.01 per share.

3. The amendment to the Articles of Incorporation of the Corporation was approved by written consent of all of the shareholders and directors of the Corporation on January 12, 1998.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 12th day of January, 1998.


Daniel A. Polfer, President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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