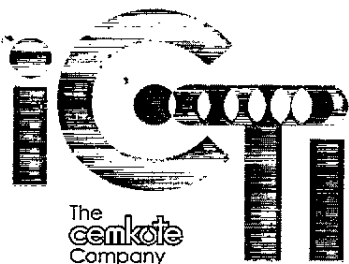


P95000048789

International Chemical Technologies, Inc.



January 30, 1998

Florida Department of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB -5 AM 8:24

Re: Document Number P95000048789  
Amendment to Articles of Incorporation  
INTERNATIONAL CHEMICAL TECHNOLOGIES, INC.

Dear Madam/Sir:

Enclosed is a copy of Articles of Amendment to the Articles of Incorporation of International Chemical Technologies, Inc. and its accompanying Certificate of Corporate Officer.

Also enclosed is a check in the amount of \$35.00 to cover fees associated with this Amendment.

Please feel free to call me at the above referenced number if you have any questions.

Very truly yours,

Farrell B. Jones  
President  
International Chemical  
Technologies, Inc.

w/enclosures

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-02/05/98--01097--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Amend.  
02-09-98  
CC

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL CHEMICAL TECHNOLOGIES, INC.**

FILED STATE  
SECRETARY OF CORPORATION  
98 FEB -5 AM 8:24

The following provision of the Articles of Incorporation of International Chemical Technologies, Inc., a Florida corporation ("Corporation"), filed with the Department of State on June 22, 1995, Charter Number P95000048789, be and it is hereby amended as shown below:

Article III of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:


**ARTICLE III  
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation consists of 20,000,000 shares of common stock, par value \$.001 per share.

The foregoing amendment was approved by Corporate Action by all the Directors of this Corporation, effective as of January 29, 1998. Shareholders representing 1,970,000 shares of the 2,000,000 currently issued and outstanding have approved the amendment. The number of votes cast for the Amendment by the Shareholders was sufficient for approval. Only one voting group was entitled to vote on the Amendment

IN WITNESS WHEREOF, the undersigned, being a Director of this Corporation, has executed these Articles of Amendment, as of January 29, 1998.

PRESIDENT & DIRECTOR

  
Farrell B. Jones, President  
and Director





**CERTIFICATE OF CORPORATE OFFICER  
OF  
INTERNATIONAL CHEMICAL TECHNOLOGIES, INC.**

The undersigned hereby certifies to the following for the purpose of Amending the Articles of Incorporation of International Chemical Technologies, Inc.:

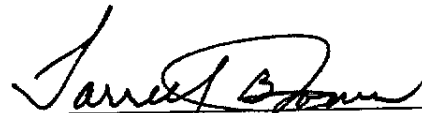
1. He is the duly elected President of International Chemical Technologies, Inc. ("Corporation") and, as such, he is authorized, among other things, to execute and deliver this Certificate on behalf of this Corporation.
2. The following Resolution, adopted on the 29th day of January, 1998, by the Board of Directors of this Corporation, increasing the total authorized capital stock of this Corporation, is a true and correct copy of such Resolution; such Resolution has not been amended, rescinded or modified in any manner, is in full force and effect as of the date hereof, and is not inconsistent with any provision in this Corporation's Articles of Incorporation or Bylaws or any other Resolution currently in effect:

RESOLVED, that the Articles of Incorporation of this Corporation be amended to change Article III, as provided in the attached Articles of Amendment to said Articles of Incorporation.

3. The attached Amendment to the Articles of Incorporation changing the authorized capital stock of this Corporation from "2,000,000 shares of common stock" to "20,000,000 shares of common stock", par value \$.001 per share are true and correct and have not been rescinded or modified.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal for the purposes herein expressed.

Dated as of January 29, 1998.

  
Farrell B. Jones, President  
(CORPORATE SEAL)



