

P95000095243

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000001034 2))

TO: DIVISION OF CORPORATIONS  
(904) 922-4000

FAX #:

FROM: TRIPP, SCOTT, CONKLIN & SMITH  
075350000065

CONTACT: PATTY SCHLINDWEIN  
PHONE: (305) 525-7500  
(954) 728-9236

ACCT#:

FILED  
97 JAN 28 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NAME: 3DNET, INC.

AUDIT NUMBER.....H97000001034

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 1

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

97 JAN 21 AM 8:20

06300, 00587, 00534, 00671  
The document number  
given in the amendment is  
incorrect. The document  
# is P95000095243

Correspond - msc.

Send

January 21, 1997

3DNET, INC.  
2459 E SUNRISE BLVD  
FT LAUDERDALE, FL 33304

SUBJECT: 3DNET, INC.  
REF: P95000095243

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The document number given in the amendment is incorrect. The document number is P95000095243.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H97000001034  
Letter Number: 797A00002725

Jan. 28. 1997 1:37PM TRIPPSCOTT

H97000001596

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
3DNET, INC.**

FILED  
97 JAN 28 PM 2:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of 3DNET, INC., a Florida corporation (the "Corporation"), filed with the Department of State on December 13, 1995, Charter Number P95000095243be, 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**

The capital stock of this corporation shall consist of forty million (40,000,000) shares of common stock of a par value of \$0.0001 per share.

Each holder of common stock shall have one vote for each share of such stock held. The whole or any part of the capital stock of this Corporation shall be payable in lawful money of the United States of proper labor or services at a just valuation to be fixed by the Board of Directors. A majority of the outstanding shares shall constitute a quorum at shareholder meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%). Each holder of common stock shall have a preemptive right to any additional shares authorized and issued by this Corporation.

The foregoing amendment was adopted by the unanimous written consent of the Directors and Shareholders of this Corporation, dated November 15, 1996.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of December 17, 1996.

  
Aaron Day, President

Prepared by: Steven C. Elkin, Esquire  
Bar No. 712566  
Tripp, Scott, Conklin & Smith  
P.O. Box 14245  
Ft. Lauderdale, FL 33302  
(954) 525-7500

q:\60722\0001\Amendments.k08

H97000001596