

P950000969/6

WHISENAND & TURNER
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
SUITE 602
501 BRICKELL KEY DRIVE
MIAMI, FLORIDA 33131

TEL (305) 375-8484
FAX (305) 374-2919

wtgroup@worldnet.att.net

February 25, 2000

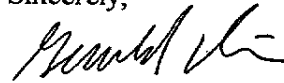
VIA FEDEX
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800003150908--8
-02/29/00--01017--018
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find an Amendment to the Articles of Incorporation of BradyNet, Inc. along with a check for \$35.00. Please return via Fedex charged to our account: 1656-9625-5. Thank you.

Sincerely,


Gerald S. Duty

FILED
00 FEB 29 PM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS MAR 9 2000

**AMENDMENT OF ARTICLES OF INCORPORATION
OF
BradyNet, Inc.**

The undersigned hereby certify that as of 1 day of January 1999, the Board of Directors of BradyNet Inc. and the shareholders of BradyNet Inc. had met and authorized amendment to the Articles of Incorporation of BradyNet Inc. to increase the number of authorized shares. As of such date, the Board of Directors and shareholders of BradyNet, Inc. authorized by unanimous vote the following:

1. The number of shares authorized by the Articles of Incorporation of 100 shares is hereby deleted.
2. The authorized number of common stock shares of BradyNet Inc. is three hundred (300).

The undersigned certify the above to be true and correct.



Roberto Krell - *President*
Sole Director, BradyNet Inc.



Roberto Krell
Sole Shareholder
Constituting an Ownership of
100% of the common
stock shares of BradyNet Inc.

FILED
00 FEB 29 PM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA