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March 28, 2000


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

Dear Sir or Madam:

Enclosed please find an Amendment to the Articles of Incorporation of BradyNet, Inc. along with a check for \$35.00. Thank you.

Sincerely,


Gerald S. Duty

FILED
00 MAR 30 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

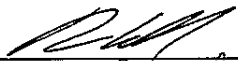
Amend
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**AMENDMENT TO ARTICLES OF INCORPORATION
OF
BradyNet, Inc.**


The undersigned hereby certify that as of January 15 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 revoke the January 1999 Amendment of Articles of Incorporation. As of such date, the Board of Directors and shareholders of BradyNet, Inc. authorized by unanimous vote the following:

1. The January 1, 1999 Amendment of Articles of Incorporation is hereby revoked and deemed to be void ab initio.

The undersigned certify the above to be true and correct.



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




Roberto Krell
Sole Shareholder of
BradyNet, Inc.

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MAR 30 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**WAIVER OF NOTICE OF SPECIAL
MEETING OF BOARD OF DIRECTORS AND SHAREHOLDERS OF
BradyNet, Inc.**

We, the undersigned, being the shareholders and directors of BradyNet, Inc. severally waive notice and call of the time, place and purposes of the organizational meeting of the shareholders and directors of the said Corporation, and do hereby consent that the time and place for holding said meeting shall be as of 9:00 a.m. as of the 15 day of January 1999, deemed to be at 501 Brickell Key Drive, Suite 205, City of Miami, State of Florida, and do hereby further consent to the transaction of such business as may lawfully come before said meeting.

Date: As of January 15, 1999



Roberto Krell, Director



Roberto Krell, Shareholder