FAX: (718) 727-5526

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

> 300002330643--1 -10/27/97--01143--001 *****43.75 ******43.75

To Whom it may concern:

Enclosed you will find a check in the amount of \$\\$43.75 (a \$35 filing fee + \$8.75 for certificate of status). Please register the Articles of Amendment which follow this page.

Sincerely,

Peter Lore

97 0CT 27 AMII: 25

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPRATION OF CHADMARC INTERNET SYSTEMS Corp.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

I. Amendment adopted:

ARTICLE VII Incorporators / Subscribers

The name of the incorporators and the subscribers to the capital stock of the corporation, the number of shares the subscribers have received, and the consideration for which shares the subscribers have paid are as follows:

NAME		SHARES	CONSIDERATION
Peter J. Lore	5000	(Five Thousand shares)	\$5000
Antonino Busa	5000	(Five Thousand shares)	\$5000

- II. The date of the amendment's adoption shall be: April 18, 1997
- III. The amendment was adopted by the incorporators and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned, being the incorporators named above, do make and file these Articles of Amendment on this 18th day of April, 1997.

Peter J. Lore

Antonino Busa