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August 21, 2000

FL Dept. of State  
Division of Corporations  
409 East Gaines  
Tallahassee, FL 32399

Re: Articles of Amendment  
International Net Corp.


Dear Sirs:

0000003367540--6  
-08/22/00--01064--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed for filing, please find Articles of Amendment to the Articles of Incorporation of International Net Corp., together with the Action of Shareholders Taken by Written Consent in Lieu of a Meeting of Shareholders of International Net Corp, and our check in the amount of \$35.00.

Thank you for your assistance in this regard. If there should be a question or a problem, please do not hesitate to contact my office.

Very truly yours,

  
Wade Yeakle

WY/jlw  
Enclosure

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00 AUG 22 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

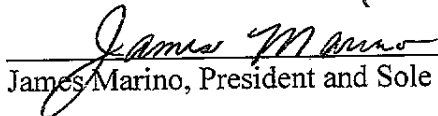
P96000030555  
288 Amend  
8.22.00 CH

**ARTICLES OF AMENDMENT  
OF THE ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL NET CORP.**

Pursuant to Florida Statute §607.1006, and the action of a majority of the shareholders pursuant to Florida Statute §607.0704 and Section 12 of the Bylaws of the Corporation, this Corporation hereby amends its Articles of Incorporation by setting forth:

- (a) The name of this corporation is International Net Corp.
- (b) ARTICLE III SHARES is amended as follows:  
ARTICLE III SHARES  
This corporation is authorized to issue Fifty Million (50,000,000) shares of one cent (\$.01) par value common stock which shall be designated as "common shares."
- (c) This amendment does not provide for an exchange, reclassification, or cancellation of issued shares.
- (d) The date of this Amendment's adoption is August 16, 2000.
- (e) This Amendment was adopted by the holders of the majority of the outstanding shares of this Corporation pursuant to Florida Statute §607.0704 and Section 12 of the corporate Bylaws.

DATED this 16 day of August, 2000.

  
James Marino, President and Sole Director

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACTION OF SHAREHOLDERS TAKEN BY WRITTEN CONSENT  
IN LIEU OF A MEETING OF SHAREHOLDERS OF  
INTERNATIONAL NET CORP.

Pursuant to Florida Statute §607.0704 and Section 12 of the Bylaws of International Net Corp., the undersigned being the holders of record of a majority of the outstanding shares of voting common stock of International Net Corp. hereby waive notice and consent to the adoption of the following resolution in lieu of a meeting:

WHEREAS, the undersigned shareholders believe it is in the best interests of the corporation to authorize additional shares of the capital stock of the corporation, now therefore, be it

RESOLVED that Article III, Shares be amended in its entirety to read as follows:

ARTICLE III SHARES

This corporation is authorized to issue Fifty Million (50,000,000) shares of one cent (\$.01) par value common stock which shall be designated as "common shares."

Pursuant to said Statute and said Bylaw, within ten days of execution of this Action, notice shall be given to those shareholders who have not consented in writing or who are not entitled to vote on the action, and the notice shall fairly summarize the material features of the authorized action, and if the action be such for which dissenters rights are provided under the Florida Business Corporation Act, the notice shall contain a clear statement of the right of its shareholders dissenting therefrom to be paid the fair value of their shares upon compliance with further provisions of this act regarding the rights of dissenting shareholders.

IN WITNESS WHEREOF, the undersigned majority shareholders have duly executed this Consent and Action on the date reflected below, and the effective date of this Action shall be the date when the President of the Corporation certifies that the holders of the majority of outstanding shares have signed the Consent approving this Action.

8-16-00  
Date

3,462,200  
No. Shares

  
Michael Cao

8-16-00  
Date

2,499,500  
No. Shares


  
Calvin Cao

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATION OF PRESIDENT OF THE CORPORATION

The undersigned, being the President of International Net Corp., certifies that the above signing shareholders are the holders of a majority of the outstanding shares of this Corporation and signed this Consent and Action for the purpose stated therein.

8-16-00  
Date

  
James Marino, President