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The Tungsten Group, Inc.

5624 Portsmouth Blvd. Portsmouth, VA 23701

900003398959--2 -09/20/00--01036--001 *****43.75 *****43.75

Division of Corporations Po Box 6327 Tallahassee, FL 32314

To Whom It May Concern:

I, Robert J Demellweek being the President and Director of The Tungsten Group, Inc, hereby request that these changes be made as soon as possible. Please forward a certified copy of the amendment to me at the following address.

The Tungsten Group, Inc (FEI 59-3396306) 5624 Portsmouth Blvd Portsmouth, VA 23701 757-465-9026

Sincerely,

Robert Demellweek

FILED
ON SEP 20 AM 9: 07
SECRETARS OF STATE
SECRETARS SEE, FLORIDA

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00 SEP 20 AM 9: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

THE TUNGSTEN GROUP, INC-

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IX

The board of directors shall be comprised of the

Following:
ROBERT J. DEMELLWEEK

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD:	The date of each amendment's adoption: 9-18-00.
FOURTH	4: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	voting group
Þ	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatu	Signed this
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Robert J. Demellweek
	PRESIDENT + DIRECTOR

Title