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*** Member NY and FL Bars
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July 1, 1999

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-07/14/99--01068--006
*****35.00 *****35.00

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

400002931264--8
-07/14/99--01068--007
*****8.75 *****8.75

Re: Sagamore Trading Group, Inc.

Dear Sir or Madam:

Enclosed herewith for filing please find Articles of Amendment to the Articles of Incorporation of Sagamore Trading Group, Inc. Please note that the corporate address, corporate board of directors and officers, as well as the resident agent have all changed. Our filing fee in the sum of \$35.00 is enclosed.

Also enclosed is a check in the amount of \$8.75 for a new Certificate of Corporation.

Thank you for your cooperation in this regard. Should you have any questions please contact the undersigned.

Very truly yours,

Catherine Beale Porteus
Catherine Beale Porteus
Legal Assistant

CBP:
Enclosures

FILED
99 JUL 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

C. Porteus GAVE
AUTHORIZATION BY PHONE TO
CORRECT doc - add RA
DATE 7/14/99
DOC. EXAM S. Payne

acceptance + remove
word "initial"

S. PAYNE JUL 14 1999

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
SAGAMORE TRADING GROUP, INC.**

FILED
99 JUL 14 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of SAGAMORE TRADING GROUP, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida does hereby certify:

FIRST: That pursuant to Written Consent of the Board of Directors and Majority Shareholders of said Corporation dated July 1, 1999, the Shareholders and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

Article IV of the Articles of Incorporation shall be amended to read as follows:

**ARTICLE IV
SHARES**

The maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time shall be Twenty Five Million (25,000,000) shares of Common Stock having a par value of \$00.001 per share.

Article V of the Articles of Incorporation shall be amended to read as follows:

**ARTICLE V
PLACE OF BUSINESS**

The address of the principal place of business of the Corporation shall be 1446 Old Northern Boulevard, Roslyn, New York.

Article VI of the Articles of Incorporation shall be amended to read as follows:

**ARTICLE VI
DIRECTORS AND OFFICERS**

The business of the Corporation shall be managed by its Board of Directors. The number of such directors shall not be less than one (1) and, subject to such minimum, may be increased or decreased from time to time in the manner provided in the By-Laws. The Board of Directors and Officers of the Corporation shall consist of the following:

BOARD OF DIRECTORS:

1. **Jonathan Gottfried**, *Chairman of the Board*
1446 Old Northern Boulevard
Roslyn, New York 11576
2. **Andrew Gottfried**
1446 Old Northern Boulevard
Roslyn, New York 11576
3. **David Loewenstein**
1446 Old Northern Boulevard
Roslyn, New York 11576
4. **Paul Bauccio**
1446 Old Northern Boulevard
Roslyn, New York 11576
5. **Rolf Burstedde**
Brachter Strasse 17
41334 Nettetal, Germany

OFFICERS:

1. **Jonathan Gottfried** - *President and CEO*
1446 Old Northern Boulevard
Roslyn, New York 11576
2. **Andrew Gottfried** - *Vice President and Treasurer*
1446 Old Northern Boulevard
Roslyn, New York 11576
3. **Paul Bauccio** - *Secretary*
1446 Old Northern Boulevard
Roslyn, New York 11576
4. **Catherine Porteus** - *Assistant Secretary*
125 Jericho Turnpike, Suite 301
Jericho, New York 11753

Article XIII of the Articles of Incorporation shall be amended to read as follows:

ARTICLE XIII
RESIDENT AGENT

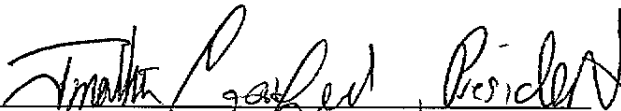
The name and address of the . resident agent of the Corporation is:

Mr. Jonathan Gottfried
c/o Net Reach Capital Group, Inc.
3138 W. Buena Vista Drive
Margate, Florida 33063

The foregoing amendment was adopted by the Board of Directors and Majority Shareholders of the Corporation pursuant to a Written Consent of the Board of Directors and Majority Shareholders of the Corporation dated July 1, 1999 acting unanimously by Written Consent pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Certificate of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, has executed these Articles of Amendment as of July 1, 1999.

SAGAMORE TRADING GROUP, INC.

By:  President
Jonathan Gottfried, President - Registered Agent
I am familiar with and accept the duties and responsibilities as registered agent.