

STANDARD MINING & INVESTMENTS, INC.

937 MILLENBECK AVE. DELTONA, FLORIDA 32725

407-860-2677

FAX: 407-860-5968

P97000004434

November 3, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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SUBJECT: Document Number P97000004434
Amendment to Articles of Incorporation

To Whom it May Concern,

Enclosed please find two (2) copies of the Amendment to the Articles of Incorporation along with a check in the amount of \$87.50 to cover the filing fee and for a certified copy.

Please date stamp and return one of the copies and return it to us in the enclosed self addressed stamped envelope.

If you should have any further questions, please feel free to contact me.

Sincerely,


Patricia M. LoDolce

FILED
97 NOV -6 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
[21] NOV 13 1997

**ARTICLES OF AMENDMENT
OF
STANDARD MINING & INVESTMENTS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Corporation is STANDARD MINING & INVESTMENTS, INC.
2. The Articles of Incorporation were filed with the Secretary of State on January 9, 1997.
3. Article VI (6) of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE VI - BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than four (4),

The names and addresses of the directors are:

MAXWELL M. GUTHRIE
1208 Bonaventure Drive
Melbourne, Florida 32940

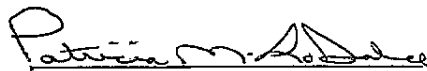
PATRICIA M. LODOLCE
937 Millenbeck Avenue
Deltona, Florida 32725

PAUL CREGHEUR
8 Rue de L'Eglise
Box 32
Harricada Quest
Quebec, Canada J0Y 1N0

STEVE BRADVAREVIC
1208 Bonaventure Drive
Melbourne, Florida 32940

4. The foregoing amendment to the Articles of Incorporation was adopted by the Incorporator, on the 20th day of January, 1997, prior to the issuance of any of the authorized shares of capital stock, and pursuant to Florida Statutes - Section 607.187 (2).

IN WITNESS WHEREOF, the undersigned Incorporator of the Corporation has executed these Articles of Amendment this 21st day of January, 1997.


Patricia M. LoDolce