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P97000011358

September 13, 1999

Secretary of State
Bureau of Corporate Records
Attention: Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

300002988413--4
-09/16/99--01013--004
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of Net Ventures, Inc.
Effective Date: Date of Filing

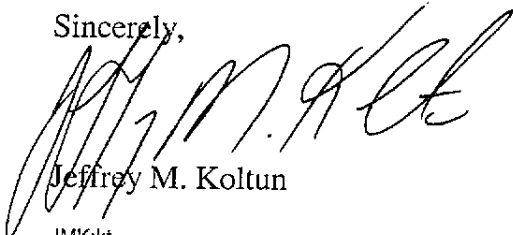
Dear Sir or Madam:

In connection with the amendment of the Articles of Incorporation of the above corporation, I have enclosed the following: (i) two signed originals of Articles of Amendment to Articles of Incorporation of Net Ventures, Inc.; and (ii) a check in the amount of \$35.00 payable to the Department of State to cover the filing fee.

Please endorse your approval of the Articles of Amendment to Articles of Incorporation on the additional signed copy of the Articles of Amendment and return the docketed copy to me.

Please contact me if you have any questions or need additional information.

Sincerely,


Jeffrey M. Koltun

JMK:kt
Enclosures
cc: Mr. Robert Drazen

Amend

V. SHEPARD SEP 22 1999

FILED
99 SEP 16 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NET VENTURES, INC.

FILED
99 SEP 16 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the *Florida Statutes*, Net Ventures, Inc., a corporation organized and existing under the laws of the State of Florida, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Section 1 - Name

The name of the corporation is Net Ventures, Inc. (hereinafter referred to as the "Corporation").

Section 2 - Adoption and Text of Amendments

All of the members of the Board of Directors of the Corporation approved the following resolutions amending the Articles of Incorporation by written consent dated September 7, 1999, in accordance with the provisions of Section 607.0821 of the *Florida Statutes*, and all of the Shareholders of the Corporation approved the resolution amending the Articles of Incorporation by written consent dated September 7, 1999, in accordance with the provisions of Section 607.0704 of the *Florida Statutes*:

RESOLVED, that Article V of the Articles of Incorporation shall be amended in its entirety to read as follows:

"Effective January 1, 1999, the maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time is Two Million (2,000,000) shares of common stock having a par value of One Cent (\$0.01) per share."

RESOLVED, that the following is hereby added as Article XI to the Articles of Incorporation:

"The existence of the Corporation shall be perpetual."

RESOLVED, that the following is hereby added as Article XII to the Articles of Incorporation:

"The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law."

Dated this 7th day of September, 1999.

Net Ventures, Inc.

By: Robert Drzen
Robert Drzen, President