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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Internet Support Systems. Com Inc.

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Ordered By: Joe 2/25

Date: _____

FILED
99 FEB 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
99 FEB 24 PM 3:55
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
INTERNET SUPPORT SYSTEMS.COM, INC.

FILED
99 FEB 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is INTERNET SUPPORT SYSTEMS.COM, INC.
2. Article III of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE III

"CAPITAL STOCK

"This corporation shall be authorized to issue Fifty Million (50,000,000) shares of \$.0001 par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors. Each share of previously issued and outstanding \$1.00 par value common stock of the corporation shall be cancelled and exchanged for Two Thousand (2,000) shares of the newly authorized \$.0001 par value common stock."

3. This Amendment has been adopted by unanimous Written Action of all of the Shareholders and all of the members of the Board of Directors of the Corporation on the 29 day of January, 1999.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 29 day of January, 1999.

INTERNET SUPPORT SYSTEMS.COM,
INC., a Florida corporation

Attest:

Cheryl Guldenschuh
Cheryl Guldenschuh, Secretary

By: Mario J. Perry
Mario J. Perry, President

(CORPORATE SEAL)