

MILLENNIUM VENTURES, INC.

P.O. BOX 403536, MIAMI BEACH, FL 33140-3536

9700023365

Memo

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-08/11/97--01018--001
*****35.00 *****35.00

To: FLORIDA DEPT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

From: HENRY T. LOUDEN
MILLENNIUM VENTURES, INC.
P.O. BOX 403536
MIAMI BEACH, FL 33140

Date: 08/03/97

Re: MILLENNIUM VENTURES, INC. AMENDMENTS

SECTION 1
TALLAHASSEE, FLORIDA

APPROVED
HLD

ENCLOSED, PLEASE FIND ARTICLES OF AMENDMENTS FOR THE CORPORATION AND THE
FILING FEE OF \$35.00.

PLEASE CALL WITH ANY ADDITIONAL REQUIREMENTS (954) 259-1378 OR (305) 868-7115.

THANK YOU.

MILLENNIUMMEMO.DOC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1997

HENRY LOUDEN
P.O. BOX 403536
MIAMI BEACH, FL 40353

SUBJECT: MILLENNIUM VENTURES, INC.
Ref. Number: P97000023365

We have received your document for MILLENNIUM VENTURES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 897A00041965

RECEIVED
97 JUN 29 1997
9:44
DIVISION OF CORPORATIONS

MILLENNIUM VENTURES, INC.
P.O. BOX 403536, MIAMI BEACH, FL 33140-3536

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MILLENNIUM VENTURES, 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:

AMENDMENT ONE (1) - ARTICLE IV (REGISTERED AGENT) is hereby amended.
The street address of the registered office of this corporation is hereby amended to:

7501 East Treasure Drive, #7S, North Bay Village, FL 33141

and the name of the registered agent at that address is hereby amended to:

Henry T. Louden

AMENDMENT TWO (2) - ARTICLE V (DIRECTORS) is hereby amended. The name and address of the director(s) of this corporation is hereby amended to:

Henry T. Louden 7501 East Treasure Drive, #7S, North Bay Village, FL 33141

AMENDMENT THREE (3) - ARTICLE VII (ADDRESS) is hereby amended. The principal office address is hereby amended to:

7501 East Treasure Drive, #7S, North Bay Village, FL 33141

and the mailing address of the corporation is hereby amended to:

P.O. Box 403536, Miami Beach, FL 33140-3536

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FLORIDA
STATE
ATTORNEY
GENERAL

MILLENNIUM VENTURES, INC.
P.O. BOX 403536, MIAMI BEACH, FL 33140-3536

AMENDMENT FOUR (4) – ELECTION (OF OFFICERS) is hereby amended. The following persons were elected to their respective positions:

President: Henry T. Louden
Vice-President: _____
Secretary: Henry T. Louden
Treasurer: Henry T. Louden

SECOND: The amendments do not modify any of the issued shares.

THIRD: The date of each amendment's adoption: July 14, 1997.

FOURTH: Adoption of Amendment(s)

The board of directors without shareholder action adopted the amendments and shareholder action was not required.

Signed this day 14 of July, 19 97

Signature _____
Henry T. Louden
President & Chairman of the Board of Directors

MILLENNIUM VENTURES, INC.

P.O. BOX 403536, MIAMI BEACH, FL 33140-3536

I hereby accept the appointment as registered agent. I am familiar with, and accept the duties, responsibilities, and obligations of, Section 607.0505, Florida statutes for Millennium Ventures, Inc.

Signed this day 14 of July, 19 97.

Signature

Henry T. Louden
Registered Agent

