

P97000026571

Florida Department of State
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BASIC AMENDMENT

SMX CORP.

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Amendment

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12/7/00

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SMX CORP.

FILED
00DEC-6 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of SMX CORP., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P97000026571, does hereby certify:

That pursuant to written consent of the holders of a majority of the outstanding shares of the Common Stock of the Corporation on December 5, 2000, and a resolution duly adopted by the Board of Directors of the Corporation at a properly called meeting of the Board of Directors on December 5, 2000, the Shareholders and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

Delete Article IV of the Corporation's Articles of Incorporation and replace Article IV with the following:

ARTICLE IV

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 200,000,000 shares of common stock, par value \$.0001 per share.

The foregoing amendment was adopted, pursuant to the Florida Business Corporation Act, by a resolution duly adopted by the Board of Directors of the Corporation

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at a properly called meeting of the Board of Directors on December 5, 2000, and by the holders of a majority of the outstanding shares of the Common Stock of the Corporation pursuant to written consent dated December 5, 2000. Therefore, the number of votes cast by the Shareholders of the Corporation for the amendment to the Corporation's Articles 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 December 5, 2000.

SMX CORP.

By: 
Laurence S. Isaacson, President