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December 2, 1998

Florida Department of State

Division of Corporations

Amendment Section

PO Box 6327

Tallahassee, FL 32314

RE: **DIGITAL CHAINSAW, INC.**

Our File No. 52533

200002703082--2
-12/04/98-01051-005
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Amendment of the Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$35.00 is enclosed which represents the following fee: (607.0122)

Filing fee for Amendment to Articles of Incorporation

\$35.00

Please file the original of the enclosed and return a date stamped copy to the undersigned in the enclosed self addressed, postage paid envelope.

Your prompt attention to this matter is appreciated.

Very truly yours,


Edwin B. Jagger

EBJ.mja

Enclosures

FILED
98 DEC -4 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
12-11-98
CC

Lakeland

Tampa

St. Petersburg

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
DIGITAL CHAINSAW, INC.

* * * * *

Pursuant to Section 607.1006 of the
Florida Business Corporation Act

FILED
98 DEC -4 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

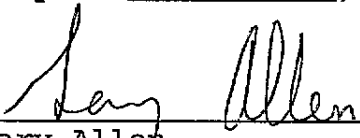
DIGITAL CHAINSAW, INC., a corporation organized and existing under any by virtue of the Florida Business Corporation Act (hereinafter called the "Corporation") DOES HEREBY CERTIFY that:

FIRST: Article IV of the Articles of Incorporation of the Corporation be, and it hereby is, amended to read as follows:

The corporation is authorized to issue twenty million (20,000,000) shares of common stock, at \$0.01 par value per share.

SECOND: The amendment was duly adopted on the 1 day of Nov, 1998, by unanimous written consent of the Board of Directors of the Corporation, in accordance with the provisions of Section 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, I have hereunto set my signature the 25 day of Nov, 1998.



Gary Allen
President/Director