

997000042236

Law Offices
of
MARK E. PENA
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Phone: (813) 258-1288
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Please Reply to Tampa

St. Petersburg

562 First Ave. North
St. Petersburg, FL 33701

August 4, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment -Future Scape, Inc.

800002258988--3
-08/06/97--01031--004
*****61.25 *****61.25

Dear Sir or Madam:

Enclosed please find the Articles of Amendment of Future Scape, Inc., these articles will amend the Articles of Incorporation previously filed by your office. Also enclosed please find check no. 1035 in the amount of \$61.25, for the filing fee for the Articles of Amendment.

Please file these amendments with your office. If you have any questions or concerns please feel free to contact my office.

Sincerely,

Mark E. Pena

Mark E. Pena
Attorney At Law

MEP/lac
Enclosures

FILED
97 SEP 16 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNED IN ATTORNEY'S ABSENCE
TO AVOID DELAY.

Amend
Doc 9/16



ARTICLES OF AMENDMENT
OF
FUTURE SCAPE INC.

FILED
97 SEP 16 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, a natural person competent to contract, hereby presents these Articles of Amendment to the Articles of Incorporation of the Florida corporation herein stated below.

ARTICLE I - NAME

The name of this corporation is Future Scape Inc.

ARTICLE II

1. Article VIII titled Informal Shareholder Action, shall be amended to read:

Any action of the shareholders may be taken without a meeting if consent in writing setting forth the action so taken, shall be signed by holders of not less than ninety percent of the shares of the corporation, and filed with the secretary of the corporation as part of the corporate records.

This Amendment is effective as of July 26, 1997.

2. Article XIX shall be added to the Articles of Incorporation and titled:

CORPORATION'S PREEMPTIVE RIGHTS

Should any shareholder attempt to sell, pledge or assign any or all of his shares in the corporation to any third party, individual or other entity, written notice of the proposed sale, pledge or assignment must be delivered to the corporation, through its Secretary, prior to execution of sale, pledge, or assignment. After receiving said Notice, the corporation, through its Board of Directors, shall have twenty (20) days to exercise the right to purchase, accept or execute a similar assignment as being offered upon the exact terms and conditions. The subject shares must be sold, pledged or assigned to the corporation should it exercise this option.

This Amendment is effective as of July 26, 1997.

Any person attempting to sell corporate shares who fails to abide by this Article shall be liable for damages.

Any shareholder shall have standing to file a cause of action to void any contract executed by any shareholder who fails to adhere to the conditions of this Article.

This Amendment is effective as of July 26, 1997.

3. Article XIV, titled By-Laws, shall be amended to read:

The power to adopt, alter, amend or repeal the By-Laws of the corporation shall lie with the shareholders only. Any vote to alter, amend or repeal shall require the affirmative vote of holders of not less than ninety percent of the shares of the corporation.

This Amendment is effective as of July 26, 1997.

4. Article XVIII of the Articles of Incorporation, titled Amendment, shall be amended to read:

The power to alter, modify, repeal or amend, these Articles of Incorporation shall lie with the shareholders only. Any vote to alter, modify, repeal or amend these Articles shall require the affirmative vote of holders of not less than ninety percent of the shares of the corporation.

This Amendment is effective as of July 26, 1997.

ARTICLE III

The afore-stated amendments are being executed by the corporation's incorporator, prior to the issuance of any corporate shares, therefore shareholder action is not required.

IN WITNESS WHEREOF the undersigned being the incorporator of this corporation, execute these Article of Incorporation and certify to the truth of the facts stated herein, this

12th day of September, 1997.


MARK E. PENA

*Law Offices
of
MARK E. PENA
Attorney and Counselor at Law*

Tampa

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Tampa, FL 33606

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St. Petersburg

562 First Ave. North
St. Petersburg, FL 33701

September 12, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment - Future Scape Inc.

Dear Sir or Madam:

Enclosed please find the corrected Articles of Amendment pursuant to your letter dated August 14, 1997, a copy of same is attached hereto. It is my understanding that the check totaling \$61.25, previously sent to your office will be credited to this filing.

Please file these Articles of Amendment at your earliest convenience. If you have any questions or concerns please feel free to contact my office.

Sincerely,

Mark E. Pena

Mark E. Pena
Attorney At Law

MEP/lac
Enclosures

SIGNED IN ATTORNEY'S ABSENCE
TO AVOID DELAY.





FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 14, 1997

MARK E. PENA, ATTY.
300 S. HYDE PARK AVENUE
SUITE 220
TAMPA, FL 33606

SUBJECT: FUTURE SCAPE INC.
Ref. Number: P97000042236

We have received your document for FUTURE SCAPE INC. and your check(s) totaling \$61.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 397A00041200