

P9700043401

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Panorama Brewing Company

FILED
02 MAY 17 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

RECEIVED
02 MAY 17 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/17/02

Order#: 5353667

kf

Ref#:

200005558202--5

-05/17/02--01057--025

Amount: \$ *****35.00 *****35.00

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

C. Coulliette MAY 22 2002



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 17, 2002

C T CORPORATION

TALLAHASSEE, FL

SUBJECT: PANORAMA BREWING COMPANY
Ref. Number: P97000043401

We have received your document for PANORAMA BREWING COMPANY and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

You will need to replace the Registered Agent in you amended Article 5 if you are deleting the current one. You will need to remove the verbage in your "Third" since this is not a merger filing.

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) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 902A00031879

please back date
5/17/02
RECEIVED
02 MAY 22 AM 11:13
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PANORAMA BREWING COMPANY
Document Number: P97000043401

FILED
02 MAY 17 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

A. Article 4 – Shares is hereby amended by deleting the current text in its entirety and replacing it with the following:

"ARTICLE 4

SHARES

The aggregate number of shares which the corporation shall have authority to issue is 10,000,000 shares of common voting stock having a par value of \$0.0001."

B. The first sentence of Article 5 – Principal Office and Registered Agent is hereby amended by deleting the current text in its entirety and replacing it with the following:

"The street address of the principal office of the corporation is 409 Spring Street, Nevada City, California 95959"

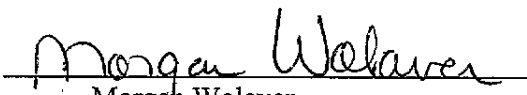
The name and address of the registered agent as set forth in the second sentence of Article 5 is unchanged.

SECOND: Deliberately Omitted.

THIRD: The amendment shall become effective as of the date the Articles of Amendment are filed with Florida Department of State

FOURTH: Adoption of Amendments - The amendment(s) were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. The effective date of shareholder approval was April 30, 2002.

Signed May 15, 2002:


Morgan Wolaver
President of Panorama Brewing
Company