June 25, 1999

FLORIDA DEPARTMENT OF STATE Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

300002927093--8 -07/09/39--01045--006 *****35.00 *****35.00

Attn: Leslie Sellers

Ref: P97000045955

Dear Ms Sellers;

Enclosed please find Articles of Amendment to the Articles of Incorporation of Majestic Resources, Inc.

Also enclosed is our check in the amount of \$35.00 to cover the filling fee.

If you have any questions, please contact the undersigned at (954)680-3969. Thank you.

Very truly yours,

Xavson Eisner

President

Amend.

V. SHEPARD JUL 23 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 15, 1999

JAYSON EISNER 5400 S. UNIVERSITY DR. DAVIE, FL 33328

SUBJECT: MAJESTIC RESOURCES, INC.

Ref. Number: P97000045955

We have received your document for MAJESTIC RESOURCES, 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 date of adoption of each amendment must be included 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) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 599A00036411

Rec'd 7-22

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF:

MAJESTIC RESOURCES, INC.

A stockholders' meeting was held on May 24th, 1999 and pursuant to the provisions of section 607,1006, Florida Status, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation effective as of May 24, 1999:

Amend Articles as follow:

Article X11: Stockholders

Jayson Eisner 10822 Denver Drive, Cooper City, Fl 33026 - 49% ownership Hilda Mendez 1280 SW 101 Terr, #307, Pembroke Pines, FL 33025 - 51% ownership

Designated Registered Agent/Office

Jayson Eisner (same) 5400 S. University Drive, Suite 406 Davie, FL 33328 Tel: 954/680-3969 Fax:954/680-3970

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. All other articles to remain in effect as previously stated.

Signed this 19th day of July, 1999