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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 23, 1999

Ms. Katherine Harris
Secretary of State
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Green Apple Realty, Inc./Our File No. 99-560

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-11/29/99--01149--004
*****52.50 *****52.50

Dear Ms. Harris:

Enclosed with this letter is an Articles of Amendment of Green Apple International Assets, Inc. to be filed with your office.

Also enclosed is this firm's check in the amount of \$52.50 to cover the cost of filing the enclosed Amendment.

Please call me if you have any questions regarding the enclosed.

Thank you.

Sincerely,



Sam I. Reiber
SIR/am
Enclosures

Amend
12-8-99
ms

ARTICLES OF AMENDMENT OF
GREEN APPLE INTERNATIONAL ASSETS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

We, the undersigned, do hereby certify that we are the President and Secretary respectively of GREEN APPLE INTERNATIONAL ASSETS, INC., that on November 1, 1999, the Shareholders and Directors of said corporation duly passed and adopted the following resolution in the following manner, to wit:

RESOLVED, that Article IV and Article VII of the Articles of Incorporation is hereby amended to read in full as follows:

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is 1,000,000 shares of stock having a par value of .01 per share. All shares of stock shall be designated as common shares. The stock may be issued in fractional shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

ARTICLE VII

The Board of Directors of the corporation shall consist of not less than three members. The exact number shall be as provided by the By-laws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 2ND day of November, 1999.

GREEN APPLE INTERNATIONAL ASSETS, INC.

By: Levy Hannel
Its President

Attest: Levy Hannel
Its Secretary