

11/17/98

P9700051277

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: VOLNIX ENTERPRISES CORP.

AUDIT NUMBER.....H98000021421

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

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TALLAHASSEE, FLORIDA

Amendment

11/19/98

DC

11/17/98

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1998

VOLNIX ENTERPRISES CORP.
25 SE 2ND AVE #712
MIAMI, FL 33131

SUBJECT: VOLNIX ENTERPRISES CORP.
REF: P97000051277

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Darlene Connel
Corporate Specialist

FAX Aud. #: H9A000021421
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: VOLNIX ENTERPRISES CORP.

AUDIT NUMBER.....H98000021421

DOC TYPE.....BASIC AMENDMENT

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11/17/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: VOLNIX ENTERPRISES CORP.

AUDIT NUMBRR.....H98000021421

DOC TYPE.....BASIC AMENDMENT

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305 541 3770 P.02/03

EMPIRE CORP

NOV-18-1998 10:19



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1998

VOLNIX ENTERPRISES CORP.
25 SE 2ND AVE #712
MIAMI, FL 33131

SUBJECT: VOLNIX ENTERPRISES CORP.
REF: P97000051277

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Darlene Connell
Corporate Specialist

FAX Aud. #: H98000021421
Letter Number: 098A00055362

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VOLNIX ENTERPRISES CORP.

H98000021421

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Luiz D. Nogueira resigns as President and Treasurer and Luiza Nogueira is appointed President. Luiz D. Nogueira transfers all shares to Luiza Nogueira.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: November 16, 1998

FOURTH: Adoption of Amendment(s) (check one)

 The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and the shareholder action was not required.

 x The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

 The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]

The number of votes cast for the amendment(s) was/were sufficient for approval
By Unanimous decision
(voting group)

Signed this 17 day of November, 19 98.

VOLNIX ENTERPRISES CORP.
(corporation name)

By

(chairman or vice-chairman of the board of directors,
president or other officer if adopted by the share holders)
(a director of incorporator if adopted by the directors or incorporators)

LUIZA NOGUEIRA

(typed or printed name)

PRESIDENT

(title)

JOSE NAE
3899 NW 7TH STREET SUITE 203
MIAMI, FL 33126 (305) 541-3980

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA