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GLATTER & PLATT, P.A.
1499 West Palmetto Park Road
Suite 208
Boca Raton, Florida 33486
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
00 AUG 10 AM 9:13

ERIC S. GLATTER
SHARI L. PLATT

August 9, 2000

Division of Corporations
PO Box 6327
Tallahassee, FL 32314
Amendment Section

900003353769--8
-08/11/00-01067-003
*****43.75 *****43.75

Re: **Global Capital Group, Inc.**

Dear Sirs:

Enclosed please find Article of Amendment to Articles of Incorporation regarding the above.

Please file same and return a Certified Copy to our office.

Additionally, enclosed please find our firm's check in the amount of \$43.75 to cover the cost of filing same with a return Certified Copy.

If you have any questions, please do not hesitate to call.

Very truly yours,

ERIC S. GLATTER

ESG:ee
Enclosure

Amend

ES
\$ 9/5

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 10 AM 9:13

GLOBAL CAPITAL GROUP, INC.

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: Amend Article #5 *New Officers*
William Haynes, President, Secretary and Treasurer
225 Mizner Blvd., Suite 640, Boca Raton, Florida 33432

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 amendment's adoption: August 8, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- 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 _____".
voting group
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 8th day of August, 2000.

Signature:


William Haynes, President