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ACCOUNT NO. : 072100000032

REFERENCE : 826038 80746A

AUTHORIZATION : Patricia Pigato

COST LIMIT : \$ 43.75

ORDER DATE : September 11, 2000

ORDER TIME : 11:30 AM

ORDER NO. : 826038-005

CUSTOMER NO: 80746A

CUSTOMER: Keith Sands, Esq
Franson Aldridge & Sands, P.a.
Suite 200
1551 Atlantic Boulevard
Jacksonville, FL 32207

900003387899--3

DOMESTIC AMENDMENT FILING

NAME: INTERNET TRADER, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

FILED
00 SEP 11 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 SEP 11 PM 12:21
DIVISION OF CORPORATION
9/11/00

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
INTERNET TRADER, INC.**

FILED
00 SEP 11 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned officer of **INTERNET TRADER, INC.**, does hereby certify that the Directors and Shareholders of said corporation approved by Unanimous Written Consent effective July 26, 2000, the amendment to Articles V and XII of the Articles of Incorporation of said corporation as set out herein, and in compliance with the Articles of Incorporation and Bylaws of said corporation as follows:

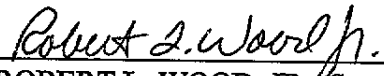
Article V of the Articles of Incorporation of said corporation is amended to read as follows:

"ARTICLE V - CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is Three Million (3,000,000) at a par value of One Cent (\$0.01) per share, all of which shall be Common Shares. All shares shall be identical with each other in every respect, except that Two Million (2,000,000) of the shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote and One Million (1,000,000) of the shares shall be non-voting. When issuing the shares the Board shall be authorized to designate which shares shall be authorized to vote and which shall be non-voting."

Article XII of the Articles of Incorporation of said corporation is deleted in its entirety.

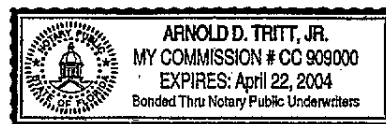
IN WITNESS WHEREOF, the undersigned Secretary of this corporation has executed these Articles of Amendment this 31 day of August, 2000.


ROBERT L. WOOD, JR., Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30th day of August, 2000,
by ROBERT L. WOOD, JR., Secretary of INTERNET TRADER, INC., a corporation of the
State of Florida, on behalf of the corporation.


Notary Public, State of Florida at Large



INTERNET TRADER\AMEN-AOI