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28 August 2000

Corporate Records Bureau  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-08/31/00--01050--020  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: *TQNET, INC.*

To Whom It May Concern:

I enclose herewith, the original and one copy of the **ARTICLES OF AMENDMENT** for the above named corporation, along with my **check** in the amount of **\$43.75** in payment of the following:

<b>Filing Fee</b>	<b>\$35.00</b>
<b>Certified Copy</b>	<b>\$8.75</b>

Please certify the copy after the **ARTICLES OF AMENDMENT** are filed and return to the undersigned.

Very truly yours,

Hope Strong III



HSIII/cl  
Enclosure  
File #2297

FILED  
00 AUG 31 PM 5:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN SEP 12 2000

*Amend.*

**ARTICLES OF AMENDMENT  
of  
TQNET, INC.**

**FILED**  
00 AUG 31 PM 5:51  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In compliance with Section 607.1006 of the Florida Statutes, the following is submitted:

**ARTICLE ONE**

The name of this corporation is **TQNET, INC.**

**ARTICLE TWO**

The text of each amendment adopted is as follows:

ARTICLE THREE of the Articles of Incorporation is changed to read as follows: The maximum number of shares of stock which may be issued by this corporation is 100,000,000 shares of common stock having no par value.

**ARTICLE THREE**

This amendment does not provided for an exchange, reclassification or cancellation of issued shares.

**ARTICLE FOUR**

The date of the amendment adopted in **ARTICLE TWO** above is the 28<sup>th</sup> day of Aug. 2000.

**ARTICLE FIVE**

This amendment was approved by the shareholders and the number of votes cast for this amendment by the shareholders was sufficient for approval. There is only one voting group entitled to vote on this amendment.

**TQNET, INC.**

BY: Richard G. Harrington  
**Richard G. Harrington,**  
**PRESIDENT**