

P-97000069506

S.M.O.G. INC.
18978 NE 4th Court, Miami, Florida 33179

October 14th, 1997.
Florida Department of State,
Division of Corporations,
PO Box 6327,
Tallahassee, FL 32314.

800002322738--4
-10/17/97--01021--006
*****35.00 *****35.00

RE: Articles of Amendment for S.M.O.G. INC.

Dear Secretary of State,


Enclosed please find one original and one copy of the Articles of Amendment to the Articles of Incorporation of S.M.O.G. INC.

Please amend the Articles of Incorporation as indicated, and forward one stamped copy of the Articles of Amendment to us at your earliest convenience.

Also please find enclosed a check, made payable to the Secretary of State in the amount of \$35.00 which includes the statutory filing fee for amending the Articles of Incorporation.

Your assistance in this matter is appreciated.

Respectfully,


ANNA THOMAS

FILED
97 OCT 17 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/c

VS OCT 22 1997

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
S.M.O.G.INC.**

FILED
97 OCT 17 AM 8:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: Amendment(s) adopted:

ARTICLE ONE

The name of the corporation is BLUELIGHT INTERNATIONAL INC. The principal address of the corporation is: 18978 NE 4th Court. Miami, Florida 33179.

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: Not applicable.

THIRD: The date of each amendment's adoption is : October 14th 1997.

FOURTH: Adoption of Amendments:

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 14th day of October, 1997.

Signature A. Thomas
Anna Thomas.

Title: Director