

2111 Captain Drive Deltona, Florida 32738 Telephone: (904) 789 - 4727 FAX: (904) 532-3202.

MEMORANDUM

From: Dian F. Williams, CEO

Amendment Section, Division of Corporations To:

Articles of Amendment Re:

Per the cover letter the following information is provided:

iant. Williams

VENTURE IN THE SUN, INC. 2111 Captain Drive Deltona, Florida 32738

(904) 789-4727

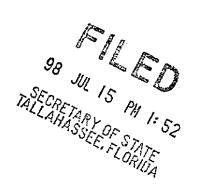
Also find enclosed a check in the amount of \$35.00 for the filing fee. Thank you,

Dian F. Williams

CEO

De 1/20

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



VENTURE IN THE SUN, INC.

(present name)

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: (indicate article number(s) being amended, added or deleted)

Amend ARTICLE V INCORPORATORS

To read: The name and address of the sole incorporator of these Articles of

Amendment is: Dian F. Williams, CEO

2111 Captain Drive Deltona, Florida 32738

Add ARTICLE VI BOARD OF DIRECTORS

To read: Directors shall be appointed based on experience and knowledge.

Directors shall be experienced in an Educational field or be knowledgeable in the areas of Foreign Exchange. The number of Directors shall be at least three(3), but no more than five(5).

**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: 11 July 1998.
FOURTE	: 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
	voting group
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
٥	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this, 19, 19
	Signed this, 19
Signature	Dian J. Williams
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	DIAN F. WILLIAMS
-	Typed or printed name
	Topic or browning seems
	Chief Executive Officer / Incorporator
	Title