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ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF MILLENNIUM 2100, INC.

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Millennium 2100, Inc. (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is Millennium 2100, Inc.

SECOND: Article I of the Articles of Incorporation shall be amended in its entirety to read as follows:

"The name of the corporation is Millennium 2100 Corporation"

THIRD: Article IV of the Articles of Incorporation shall be amended in its entirety to read as follows:

"The maximum number of shares that this corporation is authorized to have outstanding at any time is 30,000,000 shares of common stock having a par value of \$.001 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of this corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares."

FOURTH: The amendment does not provide for an exchange, reclassification or cancellation of issued shares.

FIFTH: The amendment was duly adopted on August $(\rho, 1998)$.

SIXTH: This corporation has not yet issued shares. Therefore, pursuant to Section 607.1005, Florida Statutes, the amendment was duly adopted by the sole Incorporator on the (\mathcal{A}^{H}) day of August, 1998. Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of this $\int_{\Omega} \frac{dL}{dt}$ day of August , 1998.

In Eria

Gordon Evans, Incorporator

ORL1-233777/963