

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P980000004202

January Project IV Corp.

100003568291--2
-01/23/01--01067--008
*****280.00 *****35.00

_____	Art of Inc. File	<i>Name</i>
_____	LTD Partnership File	<i>Change &</i>
_____	Foreign Corp. File	<i>Amend</i>
_____	L.C. File	
_____	Fictitious Name File	
_____	Trade/Service Mark	
_____	Merger File	
<input checked="" type="checkbox"/>	Art. of Amend. File	
_____	RA Resignation	
_____	Dissolution / Withdrawal	
_____	Annual Report / Reinstatement	
_____	Cert. Copy	
<input checked="" type="checkbox"/>	Photo Copy	
_____	Certificate of Good Standing	
_____	Certificate of Status	
_____	Certificate of Fictitious Name	
_____	Corp Record Search	
_____	Officer Search	
_____	Fictitious Search	
_____	Fictitious Owner Search	
_____	Vehicle Search	
_____	Driving Record	
_____	UCC 1 or 3 File	
_____	UCC 11 Search	
_____	UCC 11 Retrieval	
_____	Courier	

FILED
01 JAN 23 PM 3:09
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
01 JAN 23 PM 2:15
DIVISION OF REGISTRATION

Signature

Requested by: LD 1-23-01 11:00
Name Date Time

Walk-In _____ Will Pick Up _____

**ARTICLES OF AMENDMENT TO
JANUARY PROJECT IV CORP.**

THE UNDERSIGNED, being the sole director and president of January Project IV Corp., does hereby amend its Articles of Incorporation as follows:

**ARTICLE I
NAME**

1. The name of this corporation shall be The Abbot Group Corp.

**ARTICLE IV
SHARES**

4.1. The capital stock of this corporation shall consist of 50,000,000 shares of common stock, no par value and 5,000,000 shares of preferred stock.

4.2. Preferred Stock. The board of directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, including voting rights, if any, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof.

4.3. Other Powers of the Board of Directors With Respect to Shares.

(a) The board of directors may effectuate dividends payable in shares by issuance of shares of any class or series to holders of shares of any other class or series.

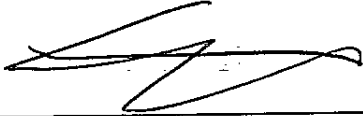
(b) The board of directors may issue rights and options to acquire shares upon such terms as the board of directors shall determine.

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on January 18, 2001 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this

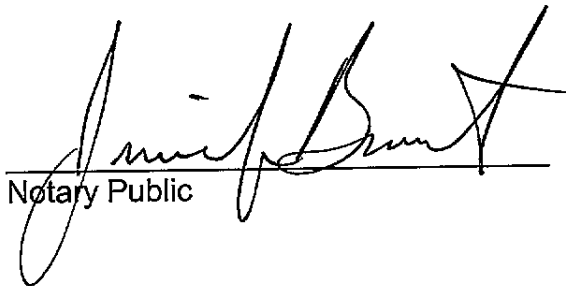
FILED
01 JAN 23 PM 3:09
STATE
TALLAHASSEE
FLORIDA

Amendment to Articles of Incorporation this on January 18, 2001.



Eric P. Littman, President and Sole Director

The foregoing instrument was acknowledged before me on January 18, 2001 by Eric P. Littman who is personally known to me.


Notary Public

My commission expires:



Jennifer Barrueta
My Commission CC893378
Expires December 07, 2003