

P98000011763

Requestor's Name _____
 Address _____
 City/State/Zip _____ Phone # _____

800002614688--8
 -08/13/98--01043--009
 *****43.75 *****43.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of State

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 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Handwritten:
 P98000011763
 5pgs Amend
 8-13-98
 #Cert of Sta

Examiner's Initials _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 19, 1998

ENERGY CONTROLS, INC.
1755 N.E. 162 STREET
N. MIAMI BEACH, FL 33162

SUBJECT: ENERGY CONTROLS, INC.
Ref. Number: P98000011763

We have received your document for ENERGY CONTROLS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please call in reference to your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 498A00043086

*I Have made the changes you requested.
Thank you
R. Ross*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ENERGY CONTROLS, 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)

ARTICLE 7: CORPORATE CAPITALIZATION

7.1 Maximum number of shares; currently seven thousand five hundred is hereby split 1000 to one making the new total of 7,500,000 shares with a par value of .001

FURTHER, AS TO ARTICLE:

7.2 The Board of Directors hereby authorizes (3.5 million) ~~three million five~~ hundred thousand convertible preferred, shares.

ARTICLE # 5: OFFICERS

The officers of the corporation are:

PRESIDENT: Mark F. Feldman

SECRETARY/TREASURER: Robert S. Ross

ARTICLE # 3: PRINCIPAL ADDRESS (NEW)

1755 N.E. 162nd ST
North Miami Beach, FL 33162

**SEE PAGE #2A
RE: ARTICLE #4**

SECOND: In an amendment provides for an exchange, reclassification of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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THIRD: The date of each amendment's adoption: 8/10/98

FOURTH: 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."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 10th day of Aug., 19 98

Signature

[Signature] Pres.
(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)

MARK F. FELDMAN

Typed or printed name

PRESIDENT

Title

REFERENCE ARTICLE THE FORTIETH : REGISTERED AGENT
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: ENERGY CONTROLS, INC.

2. The mailing address of the corporation is: 1755 N.E. 162 ST. (NEW)
N. MIAMI BEACH, FL 33162

3. Date of incorporation/qualification: 2/5/98 Document number: P98000011763

4. The name and address of the current registered agent and office:

AMERI LAWYER
343 ALMERIA AVE.
CORAL GABLES, FL 33134

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

ROBERT S. ROSS
1755 N.E. 162 ST
N. MIAMI BEACH, FL 33162

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature] Pres.
(Signature of an officer, chairman or vice chairman of the board)

8/10/98
(Date)

(Printed or typed name and title)

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

[Signature]
(Signature of Registered Agent)

8/10/98
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)