

P98000016009

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FILED
98 DEC 21 PM 5:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (561) 998-3138
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December 16, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-12/21/98--01118--008
*****35.00 *****35.00

Re: Articles of Amendment of
Auction Central, Inc.
P98000016009

Dear Reader:

Please file the enclosed Articles of Amendment to Articles of Incorporation of Auction Central, Inc. A check for the filing fee in the amount of \$35.00 is enclosed, along with a self-addressed stamped envelope for the return of notification of the filing.

Thank you and call with any questions.

Sincerely,

ROGER SHAFFER

Roger L. Shaffer
For the Firm

RLS/ms

Enclosures

Amend. & N/C

VS JAN 5 1999

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
AUCTION CENTRAL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. NAME

The name of this corporation is **AUCTION CENTRAL, INC.**

II. AMENDMENTS

Article I (titled "NAME") of the Articles of Incorporation shall be amended to read:

**The name of this corporation is AUCTION JUNCTION
WORLD, INC. The mailing address of the corporation is
P.O. Box 811689, Boca Raton, Florida 33481-1689.**

Article IV (titled "Capital Stock") of the Articles of Incorporation shall be amended to read:

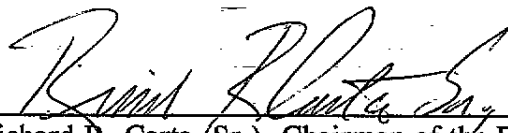
**This corporation is authorized to issue Five Hundred Million
(500,000,000) shares of Zero (\$.00) par value common stock
which shall be designated as "Common Shares".**

III. DATE OF ADOPTION

The foregoing amendments were adopted on the 15th day of ~~November~~^{December}, 1998.

IV. APPROVAL OF AMENDMENTS

I, the undersigned Chairman of the Board of Directors, certify that the number of votes cast by the Shareholders and Directors was sufficient for approval of the foregoing amendments.


Richard R. Carta (Sr.), Chairman of the Board Date 12/15/98