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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ATM INTERNATIONAL GROUP, INC.

AUDIT NUMBER..... H98000004724 DOC TYPE.....BASIC AMENDMENT

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ATM INTERNATIONAL GROUP, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statues, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) heing amended, added or deleted)

ARTICLE VI. OFFICERS AND DIRECTORS

Craig Danzig, an initial officer and director of this corporation hereby resigns his position as C.E.O. and director of this corporation and therefore holds no office or position within this corporation.

Prepared By: Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441 (954)725-0720

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:

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THIRD: The date of each amendment's adoption: MARCH 10, 1998.

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 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 MARCH , 1998

(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)

John DeLucca
Typed or printed name

President

Title

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