



THE UNITED STATES
CORPORATION
COMPANY

98000017546

ACCOUNT NO. : 072100000032

REFERENCE : 971831 5021572

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Puyat

ORDER DATE : September 23, 1998

ORDER TIME : 3:44 PM

ORDER NO. : 971831-005

CUSTOMER NO: 5021572

CUSTOMER: J. Bennett Grocock, Esq
Grocock Loftis & Abramson
Suite 200
126 East Jefferson Street
Orlando, FL 32801

000002647810--7

DOMESTIC AMENDMENT FILING

NAME: CELLYNNE HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

RECEIVED
98 SEP 24 AM 8:42
DIVISION OF CORPORATION

FILED
98 SEP 24 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joe 10/13



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

98 OCT 13 PM 2:31

DIVISION OF CORPORATION

September 24, 1998

CSC
CASSANDRA BRYANT
TALLAHASSEE, FL

SUBJECT: CELLYNNE HOLDINGS, INC.
Ref. Number: P98000017546

RESUBMIT

Please give original
filing date as file date.

We have received your document for CELLYNNE HOLDINGS, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The amendment must be signed by a director if adopted by the directors.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 598A00048178

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
CELLYNNE HOLDINGS, INC.

FILED
98 SEP 24 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cellynne Holdings, Inc., a Florida corporation hereby amends its Articles of Incorporation as follows:

Article V of the Articles of Incorporation is deleted in its entirety and is amended to read as follows:

ARTICLE V - CAPITAL STOCK

1. Authorized Shares. The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000,000 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 the corporation, with a value, in the judgment of the board of directors, deemed appropriate.

2. Split of Common Stock. Each share of common stock outstanding on the date hereof shall be split into 100 shares.

The foregoing Amendment was adopted on ^{Sept} July 21, 1998, by written consent of the corporation's directors and shareholders, which approval was sufficient for adoption of the Amendment.

Dated this ^{Sept.} 21 day of July, 1998.

Cellynne Holdings, Inc.

By:

Patrice Minguéz, President