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Wingship FLSW

450 Ocean Dr.-Suite 902 North Palm Beach FL 33408-2050 USA Robert M. Landau, CEO

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SEPTIMASSEE, FLORIDA

9/2/99

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Dear Division of Corporations:

Please find enclosed the Corporations Directors and Stockholders resolutions and your Articles of Amendment form properly filed out.

Also enclosed is a check for \$52.50 covering

1. the filing fee \$35.00,

2. a certified copy of the Amendment (\$8.75) and

3. a Certificate of Status \$8.75)

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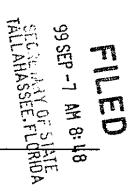
I would appreciate your action on this matter as soon as possible.

Very truly yours,

Robert M. Landau, CEO

Enclosures: 4

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



WINGSHIP FLSW, 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)

RESOLVED: That Article 1 of the Articles of Incorporation of this corporation be amended to read as follows:

the name of this Corporation is WINGSHIP DEVELOPMENT CORP (herein after Corporation).

RESOLVED: That Article 5 of the Articles of Incorporation of this corporation be amended to read as follows:

The officers of the Corporation shall be:

Chief Executive Officer and President: Robert M. Landau

Secretary and Treasurer: Lorraine R. Anthony

Vice-President of R&D: Theodore Tanfield, Jr.

Whose addresses shall be the same as the principal office of the Corporation

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:

RESOLVED: That Article 7.1 of the Articles of Incorporation of this corporation be amended to read as follows:

"The maximum number of shares that this Corporation is authorized to have outstanding at any time is 10,000,000 shares of common stock each having a par value of one tenth of one cent per share (\$.001)."

THIRD: The date of each amendment's adoption:

1 September, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

, d	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
٥	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.
Si	gned this 2 day of 5 275 , 19 9 9.
Signature _	(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)	
	ROBERT MLANDAU
	Typed or printed name
	CEO
	Title
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