

MAR.24.1999 10:17AM TRIPP SCOTT CONKLIN

Division of Corporations

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P 98000057279

Florida Department of State
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Attn: Sue Deverson
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BASIC AMENDMENT
MOORE AND SNOEP, INC.

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TALLAHASSEE, FLORIDA

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Amendment
03-24-99
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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
MOORE AND SNOEP, INC.**

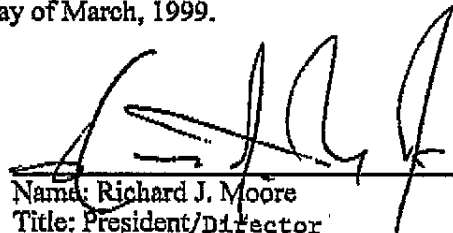
The following provisions of the Articles of Incorporation of Moore and Snoep, Inc., a Florida corporation (the "Corporation"), filed with the Department of State on June 23, 1998, document number P98000057279, be and they are hereby, amended as shown below:

The first paragraph of Article III of the Articles of Incorporation of this Corporation is hereby deleted in its entirety and replaced with the following paragraph:

The authorized capital stock of this corporation shall consist of ten million shares of common stock with a par value of One Ten-Thousandth (\$.0001) per share.

The foregoing amendment was adopted by a Joint Consent Action of all of the Shareholders and the Board of Directors of this Corporation, dated the 12th day of March, 1999. The number of votes cast in favor of the foregoing amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment on this 12th day of March, 1999.


Name: Richard J. Moore
Title: President/Director

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TALLAHASSEE, FLORIDA

Prepared by:

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