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UCR Associates, Inc
6239 Edgewater Drive
Suite V3 #1
Orlando, FL 32810

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TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ALTIME ENTERPRISES, INC.

ALTIME ENTERPRISES, 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)*

ARTICLE III. CAPITAL STOCK

The maximum number of stocks that this corporation is authorized to have outstanding at any one time shall be Twenty Thousand (20,000) shares of common stock. The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of this corporation shall be issued as "small business corporation" stock in accordance with a plan under the provisions of Section 1244 if the Internal Revenue Code of 1986, as amended.

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: 5th October, 1999

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 number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group

- 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 OCTOBER, 1999

Signature: Agustina A. Basal-Opong
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the share holders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Agustina A. Basal-Opong
Typed or printed name

Agustina A. Basal-Opong
Title

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