N61466



ACCOUNT NO.

072100000032

REFERENCE

886611

10826A

AUTHORIZATION

ORDER DATE :

July 9, 1998

ORDER TIME :

2:01 PM

ORDER NO. : 886611-010

CUSTOMER NO: 10826A

CUSTOMER:

Mark J. Skipper, Esq

Mark John Skipper, P.a.

Suite 200

315 Southeast 7th Street Ft. Lauderdale, FL 33301 300002641633--6

SO NAME:

FISH THE WORLD.COM, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham

Secretary of State September 17, 1998

CSC

TAMARA ODOM TALLAHASSEE, FL

Please give original aubmission date as file date.

SUBJECT: FISH THE WORLD.COM, INC.

Ref. Number: P98000061466

We have received your document for FISH THE WORLD.COM, 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:

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

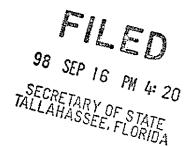
Please return your document, along with a copy of this letter, within 60 days or, your filing will be considered abandoned.

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: 298A00047055



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of FISH THE WORLD.COM, INC. shall be amended to read as follows:

ARTICLE VI. DIRECTORS

All coporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The names and addresses of the members of the Board of Directors are:

David James Do Director	onovan		 Lauderdale, FL	
Paul Vincent Director	Anselmo		NE 68th Street, Lauderdale, FL	

ARTICLE VII.

The names and addresses of the officers of the corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed are:

David James Donovan President	. =	NE 68th Street, Lauderdale, FL	
Paul Vincent Anselmo Vice President, Secretary		NE 68th Street, Lauderdale, FL	

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the sixteenth day of September, 1998.

CORPORATION SERVICE COMPANY/INCORPORATOR

Its Agent, Karen B. Rozar