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Green Bay / TRAVING  
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Address  
Tall F.I. 222 6891  
City/State/Zip Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. International Space Corporation  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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**ARTICLES OF AMENDMENT  
OF  
INTERNATIONAL SPACE CORPORATION**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, International Space Corporation, a Florida for profit corporation, hereby adopts the following articles of amendment to its articles of incorporation:

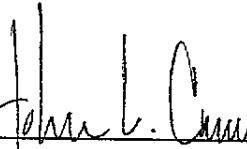
**FIRST:** Article III of the articles of incorporation of the corporation is amended to read as follows:

**"ARTICLE III**

The amount of capital stock authorized by this corporation shall be  
10,000,000 shares with a par value \$.0001 per share."

**SECOND:** The amendment was adopted by the board of directors without shareholder action and shareholder action was not required. The date of adoption of this amendment is December 24, 1998.

**IN WITNESS WHEREOF**, the undersigned has executed these articles of amendment on December 24, 1998.

  
\_\_\_\_\_  
John L. Casey  
Its: CHAIRMAN/CEO