



Art Network of America Inc.

1410 S.W. 29 Avenue  
Pompano Beach-FL 33069

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P98000069810

February 25, 2000

Florida Secretary of State  
Divisions of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-03/02/00--01099--001  
\*\*\*\*\*43.50 \*\*\*\*\*43.50

Re: Art Network of America, Inc.

Dear Madam or Sir:

On behalf of Art Network of America, Inc. (the Corporation), please find two executed copies of the Amendment effecting the change of Capital Stock to 1,000,000 shares of common at \$0.01 par value, and 100,000 thousand shares of preferred stock at \$1.00 par value. Also enclosed is our check in the amount of \$ 43.50 for the required filing fees and a certified copy. Please return the certified copy to my attention at the above address. If you have any questions in connection with this filing, please call me at (954-917 4770). Thank you for your assistance.

Very Truly Yours,

  
Anton Yatne  
President

FILED  
00 MAR -2 AM 8:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

ARTICLES OF AMENDMENT  
OF  
ART NETWORK OF AMERICA, INC.

FILED  
00 MAR -2 AM 8:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I

The name of the corporation, which was organized under Chapter 607 of the Florida Statutes, is "Art Network of America, Inc. (the Corporation).

II

The amendment adopted is to amend the corporation's authorized Capital Stock set forth in Article V of the Articles of Incorporation, which amendment shall be effective as of the filing of these Articles of Amendment, so that, as amended, said Article V shall read as follows:

ARTICLE V  
CAPITAL STOCK

The aggregate amount of total authorized capital stock this corporation proposes to issue without further notice is:

<u>Class</u>	<u>Shares</u>	<u>Par Value</u>
Common	1,000,000	\$0.01
Preferred	100,000	\$1.00

The aggregate authorized capital stock of this corporation is One Million (1,000,000) shares of common stock with a par value of \$0.01 each, all of which are of the same class; and One Hundred Thousand (100,000) shares of preferred stock with par value of \$1.00 each, all of the same class. The aggregate par value of all shares is Ten Thousand Dollars (\$110,000).

III

The votes cast for the amendment by the shareholders of the Corporation were sufficient for its approval and the date of the adoption of this amendment by the shareholders was February 25, 2000.

ART NETWORK OF AMERICA INC

ARTICLES OF AMENDMENT

- Continued-

IN WITNESS WHEREOF, ART NETWORK OF AMERICA INC. has caused these Articles of Amendment to be executed by its President, its corporate seal to be affixed thereto and the foregoing to be attested by its Secretary.

ART NETWORK OF AMERICA INC.

By

President

SEAL

Attest:

Secretary

STATE OF FLORIDA

)

) ss

COUNTY OF BROWARD

)

The foregoing Article of Amendment were sworn to, subscribed and acknowledged before me this 29 day of February, 2000, by Anton Vatne and Mona Vatne, as President and Secretary, respectively, of ART NETWORK OF AMERICA INC., a Florida corporation, on behalf of said corporation.

Bruce Seslow  
Notary Public, State of Florida

