P980000738362/30/99 Amendments to Actualis of SDJ Capital, Inc.

Please contect Joshua W. Dobin

at (305) 579 0811

410/ Pinetree Pr. # 1430

Miani Beach, FC

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Should any questions arise.

Thank you

Joshu Dobih

SECRETARY OF STATE OIVISION OF CORPORATIONS

00 JAN -3 PM 6: 03

Amena 1-11-2000

ARTICLES OF AMENDMENT TO

00 JAN -3 PM 6: 03

ARTICLES OF INCORPORATION OF

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:

(present name)

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The sole Director of SDJ Capital Inc is Jay D. Seinfeld Address: c/o Joshua W. Dobih 4101 Pinetree Drive #1430 Miani Beach, FC

The President, Vice-President and Treasurer of SDJ Capitel Jac is Jay D. Seinfeld

The Secretary of SDJ (get- facis Josha W. Dobih

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:

THIRD: T	The date of each amendment's adoption: $12/30/99$
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 30 day of December 1999.
Signature	By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Joshya W. Dobi.
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Toshva W. Dobin Typed or printed name
	President Title