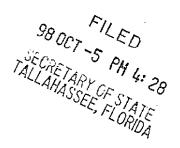
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NEW FILINGS	AMENDMENTS	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	N/C
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Examiner's Initials

CR2E031(1/95)

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



International Apex, Inc.

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:

- (1) The corporations name will be changed from International Apex, Inc. to Apex Strategic Marketing, Inc.
- (2) C. Craig Lewis has been elected as Chairman & CEO

SECOND:

The date of each amendment's adoption: October 1, 1998.

THIRD:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 1st day of October, 1998

Signature:

Signature

Name: Jared Meyers

Title: President

Name: Rodney Infante

Title: Secretary