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City/State/Zip

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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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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<input type="checkbox"/>	Trademark
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10-28-98

Examiner's Initials

CC

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MAXFAX, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Articles III (Principal Place of Business) and VII (Initial Officers and Director)

Under the above-referenced authority, it is hereby:

RESOLVED: That Articles III and VII of the Articles of Incorporation be and hereby are changed to:

Article III

The principal place of business and mailing address of this corporation shall be: 3020 Northwest 7th Avenue, Miami, Florida 33127.

Article VII

The board of Directors shall consist of a total of one (1) person and the name and address of the person who shall so serve, and who shall also serve as President, Secretary and Treasurer of the corporation is:

G. David O'Leary  
3020 Northwest 7th Avenue  
Miami, Florida 33127

(The name and address of the Registered Agent shall remain as initially provided in the Articles of Incorporation.)

UPON MOTION duly moved and seconded, this Resolution was unanimously adopted.

SECOND: This Amendment does not provide for an exchange, reclassification or cancellation of issued shares.


THIRD: The date of this Amendment's adoption is October 22, 1998.

FOURTH: This Amendment was approved by the shareholders unanimously. The

number of votes cast for the Amendment was therefore sufficient for approval; and the shareholders voted individually and did not vote through voting groups.

Executed this 22nd day of October, 1998.

By:

  
G. David O'Leary, President  
and Secretary of the Meeting