

FEB-18-2002

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TRENAM, KEMKER

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Florida Department of State
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

PHILOTEK, INC.

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Certificate of Status	0
Certified Copy	1
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Amendment

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02/18/02 02/18/2002

DC

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PHILOTEK, INC.**

Philotek, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby, by and through the undersigned, its President and Secretary, submit these Articles of Amendment of Articles of Incorporation and in connection therewith does hereby state as follows:

1. The Amendment to the existing Articles of Incorporation being effected hereby is to delete Article III of the Articles of Incorporation and to substitute in its place the following:

ARTICLE III. CAPITAL STOCK

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000,000 shares of common stock with a par value of \$.0001 per share.

2. This amendment to the Articles of Incorporation was approved by written consent of a majority of the stockholders on the 13th day of February, 2002, and such vote of the stockholders was sufficient for approval of this amendment.

3. Each share of the presently outstanding common stock, no par value, of the Corporation shall automatically upon the effectiveness of these Articles of Amendment represent one share of common stock, par value \$.0001 per share, of the Corporation.

4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid.

IN WITNESS WHEREOF, the foregoing instrument has been duly executed and delivered by the Corporation by its undersigned officer and director this 13 day of February, 2002.

PHILOTEK, INC.

By: 

Steven G. Tingiris II, President and
Secretary

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