SUNSHINE 2000 CONSTRUCTION & DEVELOPMENT, INC.

31 OCEAN REEF DRIVE, SUITE # C-202, KEY LARGO, FLORIDA 33037 TEL. # 305-367-0054 FAX # 305-367-4148

P98000098,3412 via U.S

Secretary of State DIVISION OF CORPORATIONS AMENDMENT SECTION 409 E. Gaines Street Tallahassee, FL 32314

RE: _ Sunshine 2000 Construction & Development, Inc.

200006338322---6 -07/11/02--01055--001 *****55.00 ********55.50

TO WHOM IT MAY CONCERN:

Attached please find attached:

- 1. Articles of Amendment
- 2. Check for \$55

ALSO, PLEASE MAKE NOTE OF OUR NEW ADDRESS.

Should you have any questions, please do not hesitate to call.

Thanks.

Mary Moss

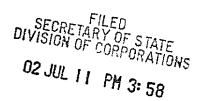
Assistant to James Burke

attachments

P98000093412

Amend.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Sunshine 2000 CONSTRUCTION & Development, INC.

(present name

Pagoo 0693412
(Document Number of Corporation (If known)

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

prticle II By UNAMIOUS NOTE OF THE BOARD OF

DIRECTORS WE DETERMINED THAT THERE WILL

BE 2 MEMBERS OF THE BOARD. WE UNAMIOUSLY

Elected MITA Burke AS Vice President +

Secretary.

SECOND: 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:

TOrms.	
	The date of each amendment's adoption: 6/15/02
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes east 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
	for approval by (voting group)
12	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 28 day of June 2002
Signature	James Burle
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the starcholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	JAMES BUKE
	(Typed or printed name)
	President Director
	(Title)