

PP8000097727

DAVID W. CARY

ACCOUNTANT & CONSULTANT
1325-C DEL PRADO BOULEVARD S.
CAPE CORAL FLORIDA 33990
TELEPHONE (941)-458-0777
FAX (941)-458-4767

November 10, 2000

Florida Department of State
Divisions of Corporations
P.O. Box: 6327
Tallahassee, Florida 32314

RE: Colleenie Inc

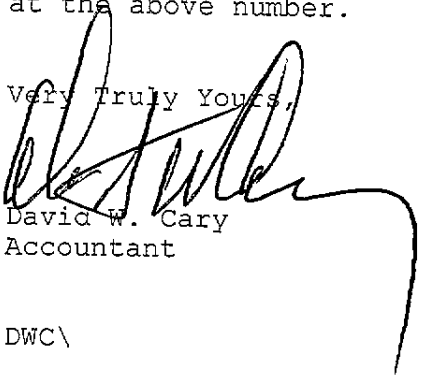
300003461979--2
-11/13/00--01136--021
*****35.00 *****35.00

Gentlemen or Ladies:

Enclosed please find Check 1738 in the amount of \$35.00 to
Cover the filing fees of the above Corporation.

Should you have questions, please feel free to contact me
at the above number.

Very Truly Yours,


David W. Cary
Accountant

DWC\

FILED
00 NOV 13 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN NOV 27 2000

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

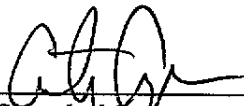
COLLEENIE INC.

FILED
00 NOV 13 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

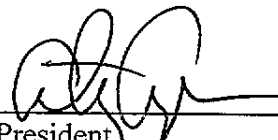
Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

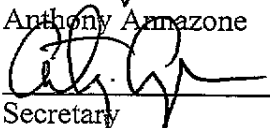
- FIRST: That James Llewellyn be appointed Vice-President and Director.
SECOND:
THIRD: This amendment was adopted by the Board of Directors and officers of the Corporation on the 30th day of October, 2000.
FOURTH: The above amendment was approved by the shareholders of the Corporation on the 30th day of October, 2000.

Dated: 10/31/00



Shareholder
Anthony Annazone



President
Anthony Annazone


Secretary
Anthony Annazone