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Florida Department of State

Division of Corporations

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BASIC AMENDMENT**ZEROLET, INC.**

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Amendment

D. CONNELL

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AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
ZEROLET, INC.

Pursuant to the provisions of Florida Statute §607.1006, Zerolet, Inc., adopts the following amendment to its Articles of Incorporation:

Article III, Capital Stock: is amended to read:

The maximum number of shares this corporation is authorized to have outstanding at any one time is ten million (10,000,000) shares of common stock having a par value of \$.0001 per share.

This amendment authorizing the changes to the Corporation's Articles of Incorporation were approved by a unanimous vote of the BOARD OF DIRECTORS and ratified by a unanimous vote of the SHAREHOLDERS authorized to vote on such amendments at a meeting of the Board of Directors and the Shareholders held at West Palm Beach, Florida on April 11, 2000


W. Scott Hammond, President

JOHN D. KURTZ
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