P99000004272

JAMES SCHWARTZ

416 DREW STREET CLEARWATER, FL 33755

TELEPHONE: (813) 441-3334

FAX: (813) 441-9395

March 12, 1999

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Amendment to Corporation

500002808955---C -03/17/99--01048--024 *****35.00 *****35.00

ESQ.

Dear Sirs:

Enclosed please find a check in the amount of \$35.00 for filing the attached Amendment to Articles of Corporation:

First Chemeleon Corporation

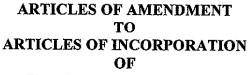
Please change the spelling of the corporation name to:

First Chameleon Corporation

Very truly yours.

N.C.

3-19-99





First Chemeleon Corporation

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:

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Article I is hereby amended to change the name of the corporation to:

First Chameleon Corporation

SECOND:

If an amendment provides for an exchange, reclassification or cancellation of issued shares, providing for implementing the amendment if not contained in the amendment itself are as follows:

N/A

THIRD:

The date of each amendment's adoption:

March 12

1999

FOURTH:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval

amendment was sufficient for approval.

March 12

Signed on ___

1996

First Chemeleon Corporation

Gary Voselmann

President, Director, and Shareholder