P99000009541 Expert Resources

1031 SW 15th Street, Boca Raton, FL 33486 (561) 750-7995 / (561) 750-2366 fax

May 28, 1999

Florida Department of State Division of Corporations PO Box 6327 Tallahassee, FL 32314

Dear Sirs:

Please consider the following two Articles of Amendment. The first is a name change of a corporation (The Experts, Inc.) that I am the sole Incorporator to Fahrenheit Technologies, Inc. The second is a name change of a corporation (Expert Resources Incorporated) that my wife Katherine is the sole owner to The Experts, Inc.

We need to change the names because there is a company named Expert Resources, Inc. that has trademarked that name and has issued legal action to stop us from using it.

Thank you for your help. Please don't hesitate to call if you have any questions. My contact information is as follows:

Expert Resources Incorporated (65-0847042)
Tim McLean
1031 SW 15th Street
Boca Raton, FL 33486
561-750-7995 / 561-750-2366 fax
tim@expert-resources.com

400002891024--4 -06/01/99--01105--014 *****87.50 ******43.75

OS JUNIOR SERVING SERV

I am enclosing a check for \$87.50 for the following:

> \$35 filing fee for the articles of amendment for The Experts, Inc.

> \$35 filing fee for the articles of amendment for Expert Resources Incorporated

> \$8.75 for a certified copy of the amendment for The Experts, Inc.

> \$8.75 for a certified copy of the amendment for Expert Resources Incorporated

Regards

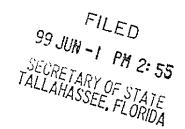
Tim McLean TM/tm

Jim McLean gave authorization 6/7 to chq. Shedate of adoption. 6/7

N/C

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF The Experts, Inc.



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)

Article I, Name and Address

The Experts, Inc. petitions to change its name to Fahrenheit Technologies, Inc.

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:

THIRD: The date of each amendment's adoption: May 29th, 1999

action and shareholder action was not required.

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FC	OURTH: Adoption of Amendment(s) (CHECK ONE)
4	The amendment(s) was/were approved by the shareholders. The number of votes cast 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
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29th day of May 29th, 1999.

Signature

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an Incorporator if adopted by the incorporators)

Timothy McLean

Typed or printed name

President, Director, Chairman

Title