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J&M Atlantic Holdings, Inc.

6550 N. Federal Hwy #240 Fort Lauderdale, FL 33308 (954) 661-3333

March 13, 2001

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

800003854078----S -03715/01--01055--022 *****43,75 *****43.75

RE: Corporate Name Change

To Whom It May Concern:

Enclosed please find Articles of Amendment for the above referenced corporation Fed ID # 65-0894849. The adopted amendment is intended to change the corporation's name from "J&M Atlantic Holdings, Inc." to "J&M Capital Corp.", "J&M Capital Corporation" or any available variant. A check for \$43.75 is enclosed for filing fees and a certified copy.

If you have any questions, please call.

James W. Bryan, Jr.

President

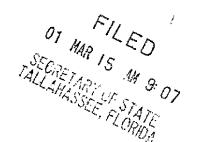
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SECRETARY OF STATE
FALLAHASSEE, FLORIGA

NC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



John Atlantic Holdings, Inc.

(present name)

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 VIII, section 1.

The Corporation hereby elects to change its name to J&M Capital Corp. This change is to be effective immediately.

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:
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
Ů.	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"
	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.
Siamahaa	Signed this 13th day of March, 2001.
Signatur	(By the Chairman of 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)
	Typed or printed name
	Title