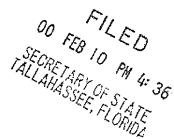
## P99000011049

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: Ofeat Officer	ate name - must include suffix)
The same of the sa	-02/10/000111001 *****43.75 ******43
Enclosed is an original and one(1) copy of the article	es of incorporation and a check for:
Filing Fee Filing Fee  & Certificate of Status  + \$8.75	□\$78.75 □ \$87.50 Filing Fee, & Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED
1340 00	e Coursy President Signature of typed)  H & LW 12-GET TO THE Address
Cleaning.	Address  Lev PL 35/6 # 36  State & Zip
727 Daytime T	- 423-5808 Gelephone number
	# LEWIS FEB 1 7 2000

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Great Outloor Alventure Ventures, 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)

P990000 11049 Article III

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:

Article 3 (Shares) is hereby amended to state:

"The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares."

	and data of each amendment's adoption: 2-7-00
THIRD: T	ne date of each amendment's adoption:
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
<b>u</b>	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.
Signature	Signed this
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title