

James W. Bauman

Attorney At Law

P 99000019341

November 3, 1999

Department of State
Division of Corporations
P. O. Box 6217
Tallahassee, FL 32314

800003036499--7
-11/05/99--01066--010
*****43.75 *****43.75

Re: 2001 TECHNOLOGIES, INC.

Gentlemen:

Enclosed is the Amendment to Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is my firm's check in the amount of \$43.75 representing payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	8.75

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,



James W. Bauman, Esq.

/hm
Enclosures

FILED
99 NOV 29 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac
11-30
amend



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 17, 1999

JAMES W. BAUMAN
ATTORNEY AT LAW
1008 DREW ST.
CLEARWATER, FL 33755

SUBJECT: 2001 TECHNOLOGIES, INC
Ref. Number: P99000019341

We have received your document for 2001 TECHNOLOGIES, INC and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Anna Chesnut

RECEIVED
99 NOV 29 AM 8:06
DIVISION OF CORPORATIONS

Corporate Specialist

Letter Number: 299A00055262

AMENDMENT TO ARTICLES OF INCORPORATION
OF
2001 TECHNOLOGIES, INC.

THESE AMENDMENTS are made to incorporate changes made to the Articles of Incorporation of **2001 TECHNOLOGIES, INC.** as filed on February 25, 1999, under document number P99000019341.

The name of the Corporation is **2001 TECHNOLOGIES, INC.**, and the principal place of business and mailing address is

6160 Ulmerton Road, Suite #4
Largo, Florida 33760

FIRST: ARTICLE III SHARES: Amendment to increase number of shares of common stock that this Corporation is authorized to have outstanding at any one time to 10,000 having a par value of \$1 was adopted by the board of directors on November 3, 1999, without shareholder action and sharehold action was not required.

SECOND: ARTICLE IV REGISTERED AGENT AND STREET ADDRESS: Amendment to change the name and Florida street address of the registered agent to:

JAMES W. BAUMAN
1008 Drew Street
Clearwater, Florida 33755

was adopted by the board of directors on November 3, 1999, without shareholder action and shareholder action was not required.

THIRD: Amendment to appoint officers as follows was adopted by the board of directors on November 3, 1999, without shareholder action and shareholder action was not required.

The President, Secretary and Director of the Corporation shall be

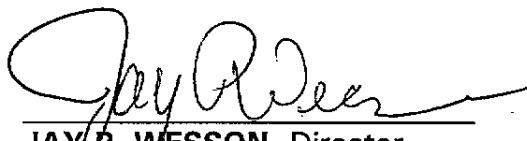
JAY P. WESSON
6160 Ulmerton Road, Suite #4
Largo, Florida 33760

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Vice President and Treasurer of the Corporation shall be:

FRANK VASQUEZ, JR.
6160 Ulmerton Road, Suite #4
Largo, Florida 33760

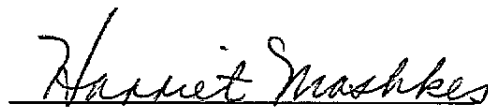
24th The undersigned has executed this Amendment to Articles of Incorporation this day of November, 1999.


JAY P. WESSON, Director

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE me, a Notary Public, personally appeared **JAY P. WESSON**, to me known to be the person described as director, and who executed the foregoing Amendment to Articles of Incorporation, and acknowledged before me that they subscribe to this Amendment to Articles of Incorporation on the 24th day of November, 1999.

My commission expires


Notary Public



**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the resident agent/registered office in the State of Florida.

1. The name and address of the corporation is:

2001 TECHNOLOGIES, INC.
6160 Ulmerton Road, Suite #4
Largo, Florida 33760

HAVING BEEN NAMED AS RESIDENT AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


JAMES W. BAUMAN
Resident Agent