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iTrade Networks, Inc.
60 Greens Road
Hollywood, Florida 33021

December 27, 1999

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

Re: iTrade Networks, Inc. - Amended Articles of Incorporation

To Whom it May Concern:


Enclosed are an original and one copy of Amendments to iTrade Network's Articles of Incorporation and a check for \$35.00 to cover any associated costs. Please send me a certified copy of the filed Amendments to the following address (SASE enclosed):

David S. Harris
iTrade Networks, Inc.
60 Greens Road
Hollywood, Florida 33021
(305) 461-1671

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If you have any questions, please do not hesitate to call me.

Sincerely,


David Harris

cc: Kristen Thomas, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
iTrade Networks, Inc.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, this Florida profit corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

ARTICLE III of the Articles of Incorporation as filed on April 24, 1999 is amended to read as follows:

The aggregate number of shares that the corporation is authorized to issue is 50,000,000 having a par value of \$.001 per share. Such shares shall have such rights and preferences as set forth by the Board of Directors.

SECOND:

These Articles of Amendment were adopted on December 28, 1999, through approval by the sole shareholder, director, and officer of the corporation.

Signed this 28th day of December, 1999.



By: David Harris
President, CEO, and Sole Shareholder

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TALLAHASSEE, FLORIDA

**UNANIMOUS WRITTEN CONSENT TO ACTION
BY
THE BOARD OF DIRECTORS AND SHAREHOLDERS
OF
iTrade Networks, Inc.**

The undersigned, representing the sole Director and Shareholder of iTrade Networks, Inc., a Florida corporation (the "Corporation"), hereby consent to take the following action of the Corporation.

WHEREAS, it is in the best interest of the Corporation to amend its Articles of Incorporation to provide for greater flexibility in the authorized shares;

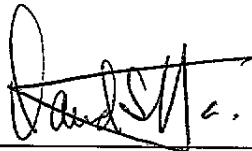
IT IS HEREBY

RESOLVED that the Corporation amend its Articles of Incorporation to increase the authorized shares of the Corporation to 50,000,000 shares with a par value of \$.001 per share; and

RESOLVED that such amendment shall indicate that the authorized shares shall have such rights and preferences as determined by the Board of Directors of the Corporation; and

RESOLVED that the officers of the Corporation have the authority and are instructed to execute and file Articles of Amendment to the Articles of Incorporation of the Corporation with the Department of State of the State of Florida.

Signed this 20th day of December, 1999.



By: David Harris, Sole Director and Shareholder

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