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July 14, 1999

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

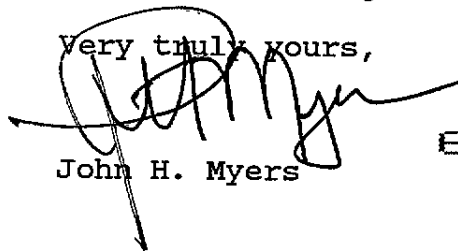
Re: Rudemeister Global, Inc.  
Amendment to Articles of Incorporation

99 JUL 19 AM 9:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Enclosed please find an original and copy of an Amendment to Articles of Incorporation together with my check in the amount of \$35.00 to cover the filing fee. I am enclosing a return envelope, please return a stamped copy to the undersigned. Thank you.

Very truly yours,



John H. Myers

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JHM/mm

enc.

Amend

V. SHEPARD JUL 22 1999

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
RUDEMEISTER GLOBAL, INC.

FILED  
99 JUL 19 AM 9:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Article(s) of Amendment to its Articles of Incorporation:


FIRST: Amendment adopted: Article designating PURPOSE is  
being amended to read as follows:

The sole purpose of the corporation shall be to conduct  
an Amway/Quixstar independent business.

The date of the Amendment's adoption is July 9, 1999

The Amendment was approved by the shareholders. The number of  
votes cast for the amendment was sufficient for approval.

Signed this 14 day of July, 1999.

  
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John H. Myers President