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ARTICLES OF AMENDMENT OF B4BPARTNER INC. FILED

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TALLAHASSEE. FLORIDA

Pursuant to Section 607.1006, Fla. Stat., b4bpartner Inc., a Florida corporation (the "Corporation"), hereby adopts these Articles of Amendment for the purpose of amending its Articles of Incorporation:

- 1. The name of the Corporation is **b4b**partner Inc.
- 2. The following amendments to the Articles of Incorporation of the Corporation were approved by the shareholders of the Corporation as of the 21st day of April, 2000 in the manner prescribed by law under Section 607.1003(5), Fla. Stat. The number of votes cast for the amendment was sufficient for approval.
- 3. The first paragraph of Article III of the Articles of Incorporation of the Corporation is hereby amended to increase the authorized shares of common stock of the Corporation, par value of \$.001 per share (the "Common Stock"), from ten million (10,000,000) to fifty million (50,000,000) to facilitate a 10 for 1 stock split of the Common Stock declared and recommended by the Board of Directors of the Corporation for approval by shareholders of the Corporation on April 21, 2000 and approved by holders of a majority of the issued and outstanding Common Stock on April 21, 2000.

These Articles of Amendment will become effective on the filing date hereof.

B4Bpartner Inc.

Date: June 12, 2000

Thomas O Wells President