COOK P9900058227

e-mail: COOKinternet@webtv.net

415 Signorelli Drive Nokomis, Florida 34275 Telephone (941)918-0532

29 JANWAY 2001

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AMENDMENT SECTION

AIVISION OF CORPORATIONS

A.O. BOX 6327

TALLANASSEE, FL 32314

OT JAN 31 PM 12: 02
SECRETARY OF STATE
SECRETARY OF STATE

DEAR SIR!

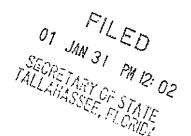
PLEASE FICE THE ATTACKED AMENDMENT TO COOKINTERNET, INC. ARTICES OF INCORPORATION

THANK YOU.

Joseph R. Coch INCORPORTOR & PREDICT

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



COOKINTERNET, 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)

ARTICLE III - SHARES

AMEND THAT THE NUMBER OF SHARES OF STOCK
THAT THIS CORPORATION IS AUTHORIZED TO
HAVE OUTSTANDING AT ANY ONE TIME IS:

100,000,000

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:

THIRD:	The date of each amendment's adoption: JANUARY 29, 2001.
FOURTH	: Adoption of Amendment(s) (CHECK ONE)
	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 amondment(s) was (were adopted by the board of directors without should be
<u></u>	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Į	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatur	Signed this 29 day of JANUARY , 2001. The Doublin K. Cook INCORRORATOR
0.5	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	C J Lance III Depose by the interpolations
	Towarnaw K. Cook Typed or printed name
	INCORPORATOR, PRESIDENT & TREN WER