

09/02/99 THU 13:44 FAX 19547639855

GUNSTER, YOAKLEY

001

Division of Corporations

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BASIC AMENDMENT

LIFEFILES.COM, INC.

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TALLAHASSEE, FLORIDA

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AMEND
9/2/99 7:12 AM
9-7



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 2, 1999

LIFEFILES.COM, INC.
228 LANDINGS BLVD.
WESTON, FL 33327

SUBJECT: LIFEFILES.COM, INC.
REF: P99000068530

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H99000022099
Letter Number: 299A00043813

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LIFEFILES.COM, INC.

FILED
99 SEP -2 PM 1:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Section 607.1006, Florida Business Corporation Law, LifeFiles.com, Inc., a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation as follows:

1. Article V of the Corporation's Articles of Incorporation is amended to read as follows:

ARTICLE V

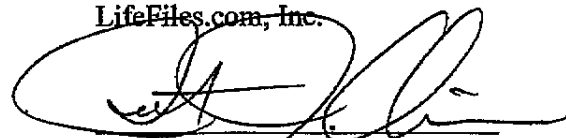
The Corporation is authorized to issue Ten Million (10,000,000) shares of U.S. 01/100 Dollar (\$0.01) par value per share common stock.

2. This Amendment was approved by a majority of the shareholders of the Corporation in accordance with the provisions of Section 607.0704, Florida Statutes by written consent dated August 30, 1999. The number of votes cast by the shareholders was sufficient for approval.

3. This Amendment shall be effective on the date of filing.

IN WITNESS WHEREOF, the Corporation has caused the foregoing Articles of Amendment to the Articles of Incorporation to be signed as of August 30, 1999.

LifeFiles.com, Inc.



Bert R. Oliver, Esq., Vice President