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CLERK OF STATE
ALLAHASSEE, FLORIDA

Ps. 1/29/03

MDG CAPITAL CORPORATION

2180 Immokalee Road Ste. 308, Naples FL 34110 (941)594-8700 ph (941)596-4399 fax

January 22, 2003

Division of Corporations
Po Box 6327
Tallahassee FL 32314

RE: Articles of Amendment
MDG Capital Corporation to MDG Land and Cattle Co.
Doc. # P99000071258

Gentlemen:

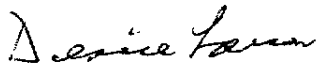
Enclosed is an Articles of Amendment form to change a name of one of our corporations. Its Federal Identification Number is 59-3590735.

Enclosed is a check payable to the Florida Department of State in the amount of \$35.00 to cover the fees for filing the Articles of Amendment.

Should you have any questions, please contact me.

Sincerely,

MDG CAPITAL CORPORATION



Denise Larson
Executive Secretary

Enc.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MDG CAPITAL CONSTRUCTION, INC.

FILED

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CLERK OF STATE
TALLAHASSEE, FLORIDA

BE IT HEREBY KNOWN THAT MDG Capital Construction, Inc., a duly registered corporation in the State of Florida, being officially registered November 14, 2001, under document number P99000071258, files this Amendment to its Articles of Incorporation pursuant to Section 607.1006 Florida Statutes:

FIRST: The current name of the corporation is MDG Capital Construction, Inc.

SECOND: This Amendment to the Articles of Incorporation hereby changes the name to:

MDG Land and Cattle Co.

THIRD: This Amendment was approved by the shareholders of MDG Land and Cattle Co. on the 22nd day of October, 2002, and the number of votes cast was sufficient for approval.



William L. Kohn, President