P99000071646

Dear Sirs

Please change the name of the corp + Increase Shares Authorized

Please send

700004684097--2
-11/26/01--01091--016
*****52.60 *****52.50

1 Certified Copy
+
1 Certificate of Status

FILED
01 NOV 26 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclose 8.75
+ 35.
+ 8.75

52.60

Please mail to US Realty/Capital One
P.O Box 15515
WPB Fl. 33416-5515

Amend &
N/C

Any Questions please call me AT
561-312-2149 Sincerely
Sherry Miller

CUS
CC
3

FILED
01 NOV 26 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

American Capital Partners Inc.
(present name)

P99000071646
(Document Number of Corporation (If known))

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)*

The Name of the Corporation is Changed from American Capital Partners to Capital One Inc.

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:

Article V. Capital stock

The Corporation Increases its Authority to Issue up to 2,000,000 Shares of common stock Par value $.01 per share.

THIRD: The date of each amendment's adoption: 11/20/01.

FOURTH: Adoption of Amendment(s) **(CHECK ONE)**

- [x] 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 ______________________."
  (voting group)

- [ ] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

- [ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20 day of Nov, 2001.

Signature ______________________
(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)

Sherry Muller
(Typed or printed name)

Its: President & Director
(Title)