

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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FILED
2001 SEP 18 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Zeosync Corporation

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

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UCC 1 or 3 File

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UCC 11 Retrieval

Courier

**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
ZEOSYNC CORPORATION**

The undersigned does hereby certify that the following Amendment to the Articles of Incorporation was approved by the Incorporator of ZeoSync Corporation (the "Company") on the 13th day of September 2001. Shareholder approval was not required pursuant to Section 607.1005, Florida Statutes.

Article I - Name and Principal Address

The name of this corporation is ZeoSync Corporation.

Article IV - Shares

This corporation is authorized to issue One Billion (1,000,000,000 shares of no par value, common stock and Fifty Million (50,000,000) shares of, no par value, Preferred Stock, the rights and preferences of which shall be established by the corporation's Board of Directors.

Article VI - Initial Board of Directors

This Corporation shall have one director initially. The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws.

Article XIII - Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

Article X - Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Amended Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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Article XI - Affiliated Transactions

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes, regarding affiliated transactions.

Article VIII - Bylaws

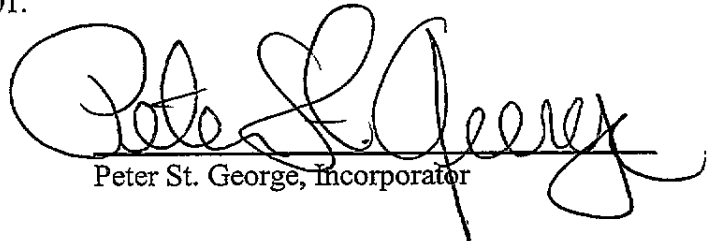
The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors.

Article XII - Control-Share Acquisitions

This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes, regarding control-share acquisitions.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Articles of Incorporation this 13th day of September 2001.

(CORPORATE SEAL)


Peter St. George, Incorporator