

P99000079105

PERRY & SCHONE, P.A.
ATTORNEYS AT LAW
50 S.E. FOURTH AVENUE
DELRAY BEACH, FLORIDA 33483

MARK A. PERRY
LARRY T. SCHONE
KEITH D. KERN

TELEPHONE (561) 276-4146
FACSIMILE (561) 276-3859

December 27, 1999

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

300003081809--1
-12/28/99--01047--007
*****43.75 *****43.75

RE: FUZION TECHNOLOGIES, INC.
ARTICLES OF AMENDMENT

To Whom It May Concern:

Enclosed herewith please find an original and one photocopy of the Articles of Amendment of Fuzion Technologies, Inc.. Also enclosed is our firm's check in the amount of \$43.75 which represents: \$35.00 filing fee and \$8.75 certified copy fee.

If everything is in order, please file the Articles and return a certified copy to us at the earliest opportunity in the enclosed return Federal Express envelope. Should you have any questions, or wish to discuss this matter further, please feel free to contact us.

Very truly yours,

Kathleen H. Farnham

KATHLEEN H. FARNHAM
Legal Assistant

FILED
99 DEC 28 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encs.

Kathleen Farnham
GAVE

AUTHORIZATION BY PHONE TO

CORRECT *FS Section to 1006*
DATE *1-11-2000* instead of 1001.

DOC. EXAM. *Alhassan*

*1-11-2000
Amend*

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION

Pursuant to the provisions of Florida Statute Section 607.100~~6~~, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE III, entitled "CAPITOL STOCK", is hereby amended to read as follows:

The authorized capital stock of the corporation shall be:

50,000,000 shares at no par value.

Said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; labor or services may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

Dated this 11th day of October, 1999.

FUZION TECHNOLOGIES, INC.

By: David L. Frank

David L. Frank, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 28 PM 3:24

FILED

CERTIFICATE OF APPROVAL

DAVID L. FRANK, as President and Secretary, respectively, of FUZION TECHNOLOGIES, INC., hereby certifies that the above and foregoing Articles of Amendment changing the par value of the authorized capital stock of the corporation to no par value were unanimously approved and adopted by the Board of Directors and Shareholders of FUZION TECHNOLOGIES, INC., at a special meeting of the Board of Directors and Shareholders held on the 11th day of October, 1999.

Dated this 11th day of October, 1999.

David L. Frank
DAVID L. FRANK, President

STATE OF FLORIDA }
COUNTY OF PALM BEACH }

BEFORE ME, the undersigned authority, personally appeared David L. Frank, who, known to me to be the President and Secretary, of Fuzion Technologies, Inc., being first duly sworn, says that he executed the above and foregoing instrument for the purposes therein stated and that the allegations therein are true and correct.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of October, 1999.



Larry Schone
Notary Public, State of Florida
My Commission Expires: