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FILED
00 MAR -3 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 11, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/03/00-01108-007
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of
INNOVATIVE CYBERSYSTEMS CORPORATION

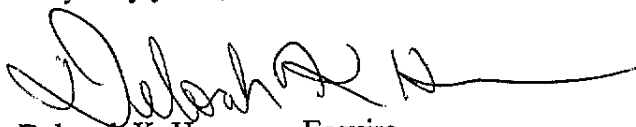
Dear Sir/ Madame:

Enclosed herewith please find the original and one copy of the Articles of Amendment to the Articles of Incorporation for INNOVATIVE CYBERSYSTEMS CORPORATION for filing, along with a check in the amount of \$35.00 to cover the cost of same.

Kindly send a certified copy of the Articles back to me in the enclosed self addressed stamped envelope.

Thank you in advance for your anticipated courtesies. If you have any questions please feel free to contact the undersigned.

Very truly yours,



Deborah K. Hausman, Esquire

Amend

V. SHEPARD MAR 15 2000

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION FOR
INNOVATIVE CYBERSYSTEMS CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes the undersigned Corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article III of the Articles of Incorporation is hereby amended as follows:

ARTICLE III

The total number of shares of stock which the corporation shall have authority to issue and which the corporation is authorized to have outstanding at any one time is Fifty Million (50,000,000) shares, which shares shall be common stock having a par value of one hundredth of one dollar (.001) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article XI of the Articles of Incorporation is hereby amended as follows:

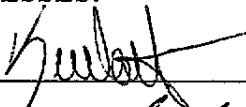
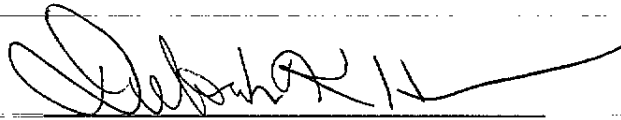
ARTICLE XI

The name and street address of the initial registered agent of the corporataion is :

Deborah K. Hausman
20283 State Road 7
Suite 400
Boca Raton, Florida 33498

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Articles of Incorporation on this 13th day of January, 2000.

WITNESSES:



Secretary
DEBORAH K. HAUSMAN

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME personally appeared DEBORAH K. HAUSMAN, to me personally known, and who executed the foregoing instrument and acknowledged that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 13 day of January, 2000.

A handwritten signature in dark ink, appearing to be 'EC', written over a horizontal line.

Notary Public, State of Florida
Commission No.

