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October 5, 2000

VIA HAND DELIVERY

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

Re: Amendment to Articles of Incorporation
Women's Interactive Network, Inc.

700003418167--0
-10/09/00--01028--001
*****43.75 *****43.75

To whom it may concern:

Enclosed please find the Articles of Amendment to the Articles of Incorporation for Women's Interactive Network, Inc.

Additionally, please provide a Certified copy of the amendment for our files.

A check for \$43.75 is enclosed to cover the costs (\$35 for filing, \$8.75 for Certified Copy).

Upon completion, please notify me at the phone number on the letterhead.

I appreciate your attention to this matter. If you have any questions, or need additional information, please do not hesitate to contact my office.

Sincerely,


Gary Sumner

G. COULLETTE OCT 9 2000

Enclosure

FILED
00 OCT -9 AM 9 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT -9 AM 9:05
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WOMEN'S INTERACTIVE NETWORK, INC.

FILED
00 OCT -9 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

- FIRST:** Article IV is amended:
- From: 700 shares of common stock, \$.01 par value.
To: 20,000,000 million shares of common stock, \$.001 par value.
- And
- From: 1,000,000 shares of preferred stock, \$1.00 par value.
To: 20,000,000 shares of preferred stock, \$1.00 par value.
- SECOND:** Article VI is amended.
- From: The corporation shall have four directors.
To: The corporation shall have one director.
- THIRD:** No stock has yet been issued in the corporation.
- FOURTH:** The date of each amendment's adoption: September 27, 2000.
- FIFTH:** The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27th day of September, 2000.

Signature: Deanie Mang

DEANIE MANG

Typed or printed name

INCORPORATOR

Title