



# P990000 90769

## FreeCasino.com, Inc.

2501 EAST COMMERCIAL BOULEVARD, STE. 200

FORT LAUDERDALE, FLORIDA 33308

TELEPHONE: (954) 771-7155

FAX: (954) 771-1618

April 3, 2000

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

RE: Certificate of Amendment to Articles of Incorporation of FreeCasino.com, Inc.

Dear Sir/Madam:

Enclosed to be filed is an original and one copy of the above Certificate of Amendment.  
Also enclosed is a check for \$35.00

Thank you,

*Starlett Kline*

Starlett Kline  
Secretary

600003201916--2  
-04/10/00--01129--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

FILED  
00 APR 10 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FL 32303

*Amend*

T. LEWIS APR 18 2000

**CERTIFICATE OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
FREECASINO.COM, INC.**

FILED  
00 APR 10 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby certifies as follows:

**ONE:** That they are the President and Secretary, respectively of FreeCasino.com, Inc., a Florida Corporation.

**TWO:** That at a meeting of the Shareholders and the Board of Directors of the corporation, held on December 29, 1999, the Corporation resolved to amend Article III of its Articles of Incorporation, as follows:

**RESOLVED:** That the Corporation amend its Articles of Incorporation, Article III as follows:

**ARTICLE III CAPITOL STOCK**

"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares voting at \$1.00 par and 500,000,000 common non-voting at \$0.001 par."

**THREE:** This amendment was approved by the required vote of shareholders in accordance with the corporation laws of the State of Florida. The total number of outstanding shares of each class entitled to vote for the amendment is: Twenty-four million eight hundred sixty five thousand (24,865,000) shares. The number of shares of each class voting for the amendment equaled or exceeded the vote required, that being

fifty (50%) percent. The amendment was approved by a vote of eighteen million ten thousand (18,010,000) shares equaling 72.43% of all shares entitled to vote.

Dated: December 29, 1999

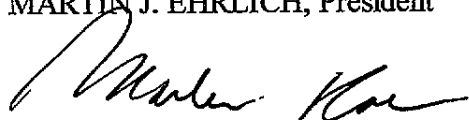
  
MARTIN J. EHRLICH, President

Dated: December 29, 1999

  
MARLENE KAHN, Secretary

We the undersigned, hereby declare, under penalty of perjury, in accordance with the laws of the State of Florida, that we are the President and Secretary of the above-referenced corporation, that we executed the above-referenced Certificate of Amendment to Articles of Incorporation, that we have personal knowledge of the information contained therein, and that the information contained therein is true and correct.

  
MARTIN J. EHRLICH, President

  
MARLENE KAHN, Secretary