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LAW OFFICES
JOSEPHS, JACK & GAEBE
A PROFESSIONAL ASSOCIATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 24, 1999

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[Via Federal Express]

Department of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 31399


Re: CF Strategies, Inc./Autoemploy.Com

Dear Madam/Sir:

Enclosed are Amended Articles of Incorporation changing the name of C.F. Strategies, Inc. to Autoemploy.Com. and our firm check in the sum of \$35.00 representing the filing fee.

NC
12-7-99
8/85

Very truly yours,


Margaret M. Gatto
Legal Assistant

MMG:wp
Enclosures

[AMENDED]
ARTICLES OF INCORPORATION
OF

CF STRATEGIES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation ("Corporation") is changed to **AUTOEMPLOY.COM , INC.**

ARTICLE II

The existence of the Corporation shall begin on **October 7, 1999.**

ARTICLE III

The street address of the principal office of the Corporation is **25 Tyler Road, Middlebury, CT, 06762.**

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is **five hundred (500)**, par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is **2950 S.W. 27th Avenue, Suite 100, Miami, FL 33133.** The initial registered agent for the Corporation at that address is **Michael R. Josephs.**

ARTICLE VI

The initial board of directors shall consist of two (2) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Director	Address
Thomas Michael Cannata	25 Tyler Road Middlebury, CT 06762
John Michael Fitzgerald	1633 N.E. 17th Avenue Fort Lauderdale, FL 33305

ARTICLE VII

The names and street address of the person signing these articles of incorporation are:


Name	Address
Thomas Michael Cannata	25 Tyler Road Middlebury, CT 06762

ARTICLE VIII

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has approved these articles of amendment On November 19, 1999.
Shareholder action was not required.

Name:


Thomas Michael Cannata

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for CF Strategies, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Name: 

Michael R. Josephs

Date: November 19, 1999

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CLERK OF STATE
TALLAHASSEE, FLORIDA