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BASIC AMENDMENT
STATIONUSA.COM, INC.

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AMEND
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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
STATIONUSA.COM, INC.
a Florida corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, Article III of the Articles of Incorporation of STATIONUSA.COM, INC., a Florida corporation, hereinafter referred to as the "Corporation," is amended to read as follows:

"ARTICLE III - CAPITAL STOCK:

The number of shares that the Corporation is authorized to issue is TEN MILLION (10,000,000), all of which shall be "common stock", \$.001 par value per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders."

The foregoing Amendment to the Articles of Incorporation of the Corporation was adopted by the Incorporator without shareholder action on August 1st, 2000, pursuant to Section 607.1005 of the Florida Business Corporation Act. Shareholder Action was not required.

IN WITNESS WHEREOF, the undersigned, being the sole Incorporator of the Corporation, has executed these Articles of Amendment this 1st day of August, 2000.

STATIONUSA.COM, INC.

By Andrew M. Simulian
Andrew M. Simulian
Incorporator