

Division of Corporations

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BASIC AMENDMENT

STATIONUSA.COM, INC.

Certificate of Status	0
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AMEND
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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
STATIONUSA.COM, INC.
a Florida corporation**

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:

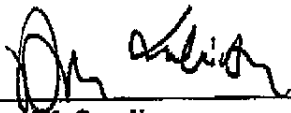
"ARTICLE III - CAPITAL STOCK:

The number of shares that the Corporation is authorized to issue is **ONE HUNDRED MILLION (100,000,000)**, 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 17, 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 17 day of August, 2000.

STATIONUSA.COM, INC.

By 
Andrew M. Smulian
Incorporator