

P99000092234

November 16, 2000

Florida Dept. Of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subj: Amendment to GLOBAL MOTION, INC.

Dear Sir:

Enclosed please find the following:

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-01/08/01--01113--002
*****35.00 *****35.00

1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation.
2. A check in the amount of \$35.00 to cover the filing fees for the Amendment to the existing Articles.

Kindly acknowledge filing of this Amendment to the Articles of incorporation, in compliance with Florida law and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned at Atlantic Legal Services, Inc., 1592 N. HWY A1A, Satellite Beach, FL 32937. Telephone Number (321) 773-2020

Thank you for your assistance in this matter.

Sincerely,

KENNETH W. JOHNSON

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Amended

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AMENDMENT TO ARTICLES

OF

GLOBAL MOTION, INC.

ARTICLE I.

The name of the Corporation is GLOBAL MOTION, INC., which was duly incorporated on October 18, 1999 by the State of Florida.

ARTICLE II.

The name and address of each of the officers of the Corporation is as follows:

KENNETH W. JOHNSON, President
3720 Sunward Drive
Merritt Island, Florida 32953

ARTICLE III.

The name and address of the director of the Corporation is as follows:

KENNETH W. JOHNSON
3720 Sunward Drive
Merritt Island, Florida 32953


The effective date of this change is November 16, 2000.

The principal place of business of the Corporation and the Registered Agent remains unchanged. The Directors and Shareholders of the Corporation have accepted the resignation of

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

the Director and Vice President, JOSEPH MENIG of 3113 Acoma Drive, Orlando, Florida 32829 and adopted this amendment at their Special Meeting dated November 16, 2000. A true copy of the resignation is attached hereto as Exhibit "A".


IN WITNESS WHEREOF, the undersigned has executed this Amendment on the 16th day of November, 2000, in Satellite Beach, Florida.

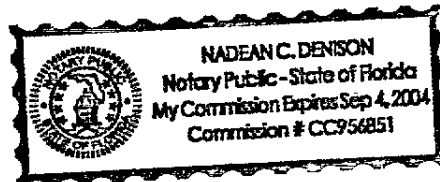

KENNETH W. JOHNSEN
DIRECTOR,
PRESIDENT, SHAREHOLDER &
REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared KENNETH W. JOHNSEN, who has SWORN TO AND SUBSCRIBED before me this 20th December day of November, 2000 to be the person who executed this Amendment, and he acknowledged before me that he executed this Amendment for GLOBAL MOTION, INC., on behalf of the Corporation and has presented FL/DL J 525-519-65 as identification.

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Notary Public



RESIGNATION
OF THE SHAREHOLDER AND DIRECTOR OF
GLOBAL MOTION, INC.

I, the undersigned Director, Shareholder and Vice President
of GLOBAL MOTION, INC., hereby resign as Director, Shareholder
and Vice President of GLOBAL MOTION, INC. I, Joseph Menig hold no
shares of said corporation.

Date:


JOSEPH MENIG

3113 Acoma Drive
Orlando, Florida 32829

STATE OF FLORIDA
COUNTY OF ORANGE

Before me personally appeared JOSEPH MENIG who has SWORN TO
AND SUBSCRIBED before me this 12th day of DECEMBER, 2000 to be the
person who executed this resignation, and has presented
Known to me as identification.


Notary Public



Dorothy J Bush
My Commission CC929626
Expires April 20, 2004