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WORLD SITES
network

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

April 18, 2000

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To Whom It May Concern:

Please make the enclosed name and address amendments to the articles of incorporation of Imagery Works, Inc., document number P99000095082. I can be reached at 561-334-4440 via telephone. My return address is: 748 N.E. Jensen Beach Blvd., Jensen Beach, FL 34957.

Sincerely,



John Kavaliauskas
President

FILED
00 APR 21 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

n/c & Amend

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 APR 21 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IMAGERY WORKS, INC.
(present name)

* Document #P99000095082

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I AMENDED: ^(name) TREASURE COAST INTERNET, INC.

ARTICLE II AMENDED: ^(address) 748 N.E. JENSEN BEACH BLVD.
JENSEN BEACH, FL 34957

ARTICLE IV AMENDED: ^(address) KAYALO
748 N.E. JENSEN BEACH BLVD.
JENSEN BEACH, FL 34957

ARTICLE V AMENDED: ^(address) JOHN E. KAVALLIAUSKAS
748 N.E. JENSEN BEACH BLVD.
JENSEN BEACH, FL 34957

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: APRIL 18, 2000 (for all amendments)

FOURTH: Adoption of Amendment(s) (CHECK ONE)



The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.



The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
voting group



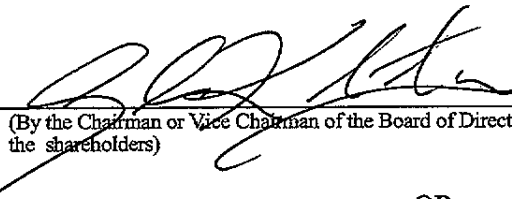
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.



The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 18th day of APRIL, 2000.

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JOHN E. KAVALIAUSKAS

Typed or printed name

PRESIDENT

Title