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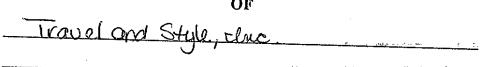
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CORPORATION NAME(S) &	DOCUMENT NUMI	BER(S) (if known):	
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NEW FILINGS	AMENDME	NTS	* 1
Profit	Amendment		
NonProfit	Resignation of R.	A., Officer/Director	•
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OTHER FILINGS	REGISTRATION QUALIFICATION		031241873
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ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF



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

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

ARTICLE III - SHARES

I am amending the amount of Shares it Should now read as follow 20 million shares of common Stock.

Article VI - Directors

Tam amending the directors to include
TONY Johnson, Vice President, 65 Highridge Rand,
Suite 355, Stamford, CT 06905.

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:

ГНЦКЮ: Th	ne date of each amendment's adoption: 21100			
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			
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.			
这	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.			
Signed this 3 day of February, 19 00				
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)			
	GLENDA M'Queen Typed or printed name			
Chairman / CEO / lucongovator				