

Sep. 12. 2000 11:34AM

TRIPP SCOTT

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S 81906

Florida Department of State

Division of Corporations

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From: Account Name : TRIPP, SCOTT, CONKLIN & SMITH
Account Number : 075350000065
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BASIC AMENDMENT

CHAPMAN TECHNOLOGIES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

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Amendment

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
CHAPMAN TECHNOLOGIES, INC.**

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The following provisions of the Articles of Incorporation of Chapman Technologies, Inc., a Florida corporation (the "Corporation"), as amended, filed with the Department of State on September 20, 1991, document number S81906, be and they are hereby, amended as shown below:

Article III of the Articles of Incorporation of this Corporation is hereby amended to read as follows:

ARTICLE III

CAPITAL STOCK


The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time 102,000,000 shares, which are to be divided into two classes as follows:

100,000,000 shares of Common Stock, par value \$.000001 per share; and
2,000,000 shares of Preferred Stock, par value \$.0001 per share.

The Preferred Stock may be created and issued, from time to time, in one or more series and with such designations, rights, preferences, privileges and restrictions as shall be stated and expressed in the resolutions providing for the creation and issuance of such Preferred Stock as may be adopted from time to time in the sole discretion of the Board of Directors pursuant to the authority in this paragraph given.

The foregoing amendment was adopted by the sole member of the Board of Directors and by the holders of a majority of the issued and outstanding Common Stock of the Corporation eligible to vote by a Written Consent Action signed by them or by proxy on the 11th day of September, 2000, manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Shareholders.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment on this 11th day of September, 2000.


Name: Robert W. Chapman
Title: President

Prepared by: Scott J. Jordan, Esq.
Fla. Bar No. 712566
Tripp Scott, PA
PO Box 14245
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