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June 9, 1998

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Magnetix Corporation
Our File No. 60340-1

Dear Sir or Madam:

Enclosed are the original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the corporation referenced above.

Please file the Articles of Amendment, indicate the filing on the enclosed copy, and return the copy to the undersigned.

A check is also enclosed in the amount of \$35.00 to cover the filing fee.

Sincerely,

Barbara S. Buchanan
Barbara S. Buchanan
Paralegal

BSB:vlh
Enclosures

BSB\MAGNETIX\FILING.1

VS JUN 18 1998

Amend

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*****35.00 *****35.00

98 JUN 12 AM 9:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAGNETIX CORPORATION**

FILED
98 JUN 12 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAGNETIX CORPORATION, a Florida corporation (the "Corporation"), hereby adopts an amendment to its Articles of Incorporation as hereinafter set forth.

1. The Board of Directors of the Corporation recommended, and the Shareholders of the Corporation adopted, in accordance with Section 607.1003 of the Florida Statutes, on March 4, 1998, an amendment to Article 5 of the Articles of Incorporation of the Corporation, deleting said Article 5 in its entirety and substituting therefor the following:

"5. The number of shares that the Corporation is authorized to have issued and outstanding at any one time is 1,000,000 shares of common stock, par value \$.0001."

2. Except as modified hereby, the Articles of Incorporation of the Corporation, as previously amended on September 3, 1992, shall be and remain in full force and effect.

3. The number of votes cast for the amendment by the shareholders was sufficient for approval, and the Corporation's shareholders are not divided into different voting groups.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 4th day of March, 1998.

MAGNETIX CORPORATION

By: _____

Robert J. LeFort, Jr., President

Attest: _____

William A. Hohns, Secretary