

V41269

MEGA CAP CORP.
7416 S.W. 48TH STREET
SUITE B
MIAMI, FL 33155

000002768090--9

-02/08/99--01134--003

***35.00 ***35.00
35.00

Request taken by: dconnell
01-22-1999

The forms you recently requested from this office are:

- (1) 300. Amend Profit Corp

FILED
99 FEB 26 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you have any questions or need any further information, please contact us at the address below:

Division of Corporations - P.O. BOX 6327 - Tallahassee FL 32314

nc

TLL FEB 26 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 11, 1999

MEGA CAP CORP.
7416 S.W. 48TH STREET
SUITE B
MIAMI, FL 33155

Ref. Number: V4126

We have received your document for and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of the amendment THIRD, must include the month, date and year of adoption.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 599A00006150

2/22 Mr. Lewis, the corrections have been made. If there is anything else, please call me at (305) 669-0067. Thank you for your time + effort.

Regards,

Wish Cardo - office manager

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
99 FEB 26 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mega Cap Marketing Corporation

(present name)

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)*

Mega Cap Corporation

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: July, 1998.

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 29th day of January, 19 99.

Signature Jon Soley - President
(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)

Typed or printed name

Title