



DEAN HELLER
Secretary of State
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**Certificate of
Amendment**
(PURSUANT TO NRS 78.385 and
78.390)

Office Use Only:

FILED # C1779-98

JAN 16 2002

IN THE OFFICE OF
Dean Heller
DEAN HELLER SECRETARY OF STATE

Important: Read attached instructions before completing

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: American Fire Retardant Corp.

2. The articles have been amended as follows (provide article numbers, if available):

FIFTH: The amount of the total authorized capital stock of the corporation is 100,000,000 shares with par value of \$.001. All of the said shares shall be one class, without series or other distinction, and shall be designated as "Common Stock"

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 9,250,000*

4. Officer Signature (Required):

Stephen F. [Signature]

* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.