

NUMBER

0

SHARES

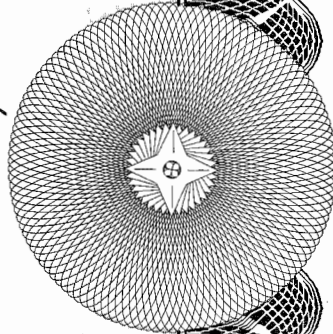


INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE

MESIGN INTERNATIONAL CORPORATION

AUTHORIZED CAPITAL STOCK 75,000,000 COMMON SHARES WITH A PAR VALUE OF \$.001 PER SHARE

This Certifies that _____ *is the*
owner of _____
fully paid and non-assessable Shares of the Capital Stock of the above named
Corporation transferable only on the books of the Corporation by the holder hereof in per-
son or by duly authorized Attorney upon surrender of this Certificate properly endorsed.
In Witness Whereof, the said Corporation has caused this Certificate to be signed
by its duly authorized officers and its Corporate Seal to be hereunto affixed
this _____ day _____ A.D.



SECRETARY

PRESIDENT

For value received _____ hereby sell, assign and transfer unto

PLEASE INSERT SOCIAL SECURITY OR OTHER
IDENTIFYING NUMBER OF ASSIGNEE

(PLEASE PRINT OR TYPEWRITE NAME AND ADDRESS INCLUDING POSTAL ZIP CODE OF ASSIGNEE)

_____ Shares
represented by the within Certificate, and do hereby irrevocably
constitute and appoint

_____ Attorney
to transfer the said Shares on the books of the within named
Corporation with full power of substitution in the premises.

Dated _____

In presence of _____

NOTICE: THE SIGNATURE TO THIS ASSIGNMENT MUST CORRESPOND WITH THE
NAME AS WRITTEN UPON THE FACE OF THE CERTIFICATE IN EVERY PARTICULAR
WITHOUT ALTERATION OR ENLARGEMENT OR ANY CHANGE WHATSOEVER.