

CLARK, WILSON

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May 5, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida
32399 USA

F 03780
BY OVERNIGHT COURIER

Attention: Amendments

Dear Sirs:

Re: GlobalNetCare, Inc. (the "Company")

We are the attorneys for the Company.

Please find enclosed the Company's originally executed Articles of Amendment to Articles of Incorporation (increase in authorized capital), a cheque in the amount of US\$43.75 (\$35.00 for the amendment, \$8.75 for a certified copy), and a copy of the Articles of Amendment (for certification and return to our offices).

Please contact the writer at (604) 643-3141 should you have any questions.

Yours truly,

CLARK, WILSON

Per: 
Lisa M. Lewis
Legal Assistant

LML
Encl.

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00 MAY -8 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
5/19
ac
amend

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GLOBALNETCARE, INC.

FILED
00 MAY -8 PM 12:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)*

ARTICLE IV
SHARES

"The capital stock of this corporation shall consist of 100,000,000 shares of common stock, \$0.001 par value"

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment not contained in the amendment itself are as follows:

N/A

THIRD: The date of each amendment's adoption: March 1, 2000, to be effective March 1, 2000

FOURTH: Adoption 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.

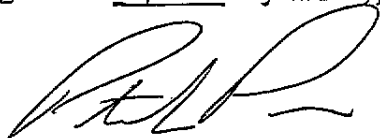
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was were sufficient for approval by _____"
(voting group)

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- 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 4th day of May, 2000



Patrick Power
President/Director