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SO ADMITTED TO PRACTICE IN FLORIDA  
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SO ADMITTED TO PRACTICE IN CALIFORNIA  
FEL. CERTIFIED FAMILY MEDIATOR

PD1000110064

March 25, 2002

Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of  
Knowledge-Forge, Inc.

000005172680--0  
-03/27/02--01080--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to  
Articles of Incorporation of Knowledge Forge, Inc., along with a  
check in the amount of \$35.00 which represents your fee for same,  
please file accordingly.

Should you have any questions regarding the foregoing, please  
do not hesitate to give me a call.

Very truly yours,

EARL K. MALLORY

EKM/amk

enc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
KNOWLEDGE-FORGE, INC.

Document Number of Corporation - P01000110064

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 being amended, added or deleted)

Article V - is amended to read as follows:

The aggregate number of shares which the corporation is authorized to issue is twenty five million (25,000,000). Such shares shall be of a single class, and shall have a par value of .01 cents per share (\$.0001).

**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:

Not Applicable.

**THIRD:** The date of each amendment's adoption: February 27, 2002.

**FOURTH:** Adoption of Amendment(s) (CHECK ONE)

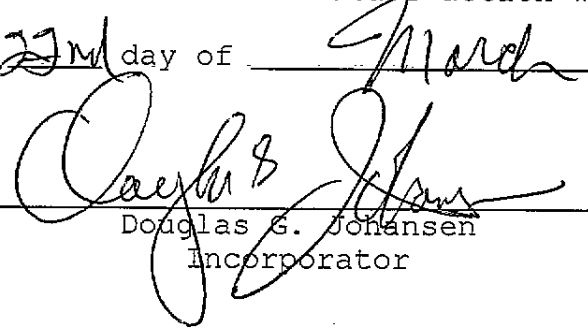
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(Voting Group)

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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 27<sup>th</sup> day of March, 2002.

  
\_\_\_\_\_  
Douglas G. Johansen  
Incorporator

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