

JAN. 4. 2002 2:52 PM FOLEY & LARDNER

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P00000029351

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BASIC AMENDMENT

INTELLIGENXIA INC.

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Amendment

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Katherine Harris
Secretary of State

January 4, 2002

INTELLIGENXIA INC.
4905 BELFORT ROAD
SUITE 110
JACKSONVILLE, FL 32256

SUBJECT: INTELLIGENXIA INC.
REF: P00000029351

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Darlene Connell
Corporate Specialist

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INTELLIGENXIA INC.
(DOCUMENT NUMBER: P00000029351)**

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The name of the corporation is Intelligenxia Inc., a Florida corporation (the "Corporation") and its document number is P00000029351. The Articles of Incorporation of the Corporation as heretofore granted by the Secretary of State of the State of Florida on March 22, 2000, as amended, are hereby further amended in the following particulars:

1. Article IV of the Articles of Incorporation is hereby amended in its entirety to read as follows:

**"Article IV
CAPITAL**

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is ten million, one hundred thousand (10,100,000) shares of common stock, ten million (10,000,000) of which shall be shares of voting common stock having a par value of \$0.01 per share, and one hundred thousand (100,000) of which shall be shares of non-voting common stock having a par value of \$0.01 per share."

The proposed amendments of the Articles of Incorporation as set forth in Paragraph 1 above were approved as of December 21, 2001, by unanimous written consent of the directors of the Corporation and further approved as of December 26, 2001, by the written consent of a majority of the shareholders of the Corporation owning the voting stock of the Corporation. The number of votes cast by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, INTELLIGENXIA, INC. has caused its duly authorized corporate officer to execute these Articles of Amendment as of the 3rd day of January, 2002.

INTELLIGENXIA INC.

By: Usha Mohan
Name: Usha Mohan
Title: President