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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bernard D. Sommers, P.A.
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February 19, 1999

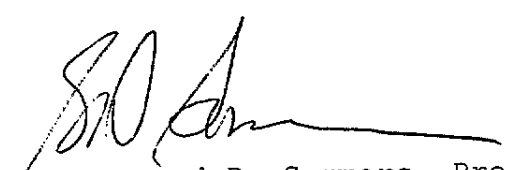
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

I am enclosing a check for \$43.75 to cover the filing fee for the Amendment to the Articles of Incorporation of **Help You Buy, Inc.**

Please furnish a certified copy and mail to me.

Very truly yours,

Bernard D. Sommers, P.A.



By Bernard D. Sommers, Pres.

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
HELP YOU BUY, INC.

To: Department of State
Tallahassee, FL 32304

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following amendments to its articles of incorporation:

1. The name of the corporation is **HELP YOU BUY, INC.**
2. The following amendment to the Articles of Incorporation was adopted at a joint special meeting of the shareholders and directors of the corporation on February 18, 1999, in the manner prescribed by the Florida General Corporation Act:

"Pursuant to the authority of F.S. §607.1003 to amend the Articles of Incorporation, the Articles of Incorporation are amended to change the corporate name from "HELP YOU BUY, INC." to "WE HELP YOU BUY, INC."
3. The amendment does not affect nor provide for the exchange, reclassification or cancellation of issued shares.
4. The amendment does not effect a change in the amount of the stated capital.

Dated: February 18, 1999

HELP YOU BUY, INC.

by Michael W. Spinosa
President

Attest: Michael W. Spinosa
Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

February 19

The foregoing instrument was acknowledged before me this ~~18th~~ 19th day of February, 1999 by MICHAEL W. SPINOS, as President and as Secretary of HELP YOU BUY, INC. who is personally known to me.

E. D. Sommers
E. D. Sommers
Notary Public State of Florida