

Valuesurfer.com

3200 N. Federal Hwy.
Suite 129
Boca Raton, FL 33431

P98000009112

April 16, 1999

Division of Corporations
PO Box 6327
Tallahassee FL 322314

500002852035--6
-04/26/99-01126-017
*****43.75 *****43.75

Dear Sir or Madam:

We are requesting a corporate name change for Tax ID # 65-0893950, Tower Fitness, Inc. The new corporate name will be Valuesurfer.com. Our address is 3200 North Federal Hwy, Suite 129, Boca Raton, FL 33431. Our phone number is 561-393-2929.

If you need any additional information, please contact us at 561-393-2929.

Sincerely,

Wendy Fielding
Wendy Fielding

FILED
99 MAY 27 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P98000009112
NO STG
cert copy
5-27-99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 6, 1999

WENDY FIELDING
3200 N. FEDERAL HWY., SUITE 129
BOCA RATON, FL 33431

SUBJECT: TOWER FITNESS INC.
Ref. Number: P98000009112

We have received your document for TOWER FITNESS INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 099A00024735

Change to:

Value Surfer.com, Inc.

*Dir. of Note
4/28*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Tower Fitness, Inc
(present name)

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 I

change corporate name to:

Value Surfer, com, Inc from Tower Fitness, Inc.

FEI NUMBER - 65 089 3950

EIN NUMBER - 99 8000 009112

Value Surfer, com, Inc.

FILED
99 MAY 27 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

THIRD: The date of each amendment's adoption: 4/15/99

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"

- 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 15 day of April, 19 99

Signature *Roy Clark*
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

SECRETARY OF STATE
TALLAHASSEE
FLORIDA
99 MAY 27 PM 1:28
FILED