

P99000079779



ACCOUNT NO. : 072100000032

REFERENCE : 600033 81181A

AUTHORIZATION :

Patricia Kijut

COST LIMIT : \$ 43.75

ORDER DATE : February 24, 2000

ORDER TIME : 11:10 AM

ORDER NO. : 600033-015

200003145952--0

CUSTOMER NO: 81181A

CUSTOMER: Alan L. Gabriel, Esq
Alan L. Gabriel, Esq
Penthouse E
2455 E. Sunrise Blvd.
Ft. Lauderdale, FL 33304

DOMESTIC AMENDMENT FILING

NAME: NETSTRUCTURE, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

Amend + N.C.
G. COULLETTE FEB 29 2000

FILED
00 FEB 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

RECEIVED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 25, 2000

CSC

TALLAHASSEE, FL

SUBJECT: NETSTRUCTURE, INC.
Ref. Number: P99000079779

RESUBMIT

Please give original
submission date as file date.

We have received your document for NETSTRUCTURE, INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 800A00010154

RECEIVED
00 FEB 29 AM 10:32
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NETSTRUCTURE, INC.**

FILED
00 FEB 24 PM 2:58
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: Article I – Corporate Name.

That the name of the Corporation is hereby changed from NETSTRUCTURE, INC., to PlanetIbiz, Inc.

Article V – Initial Registered Office and Agent and Principal Office.

That the principal place of business is hereby changed from from 175 West Camino Real, Boca Raton, FL 33432 to:

104 Cardinal Court, Clayton, NC 27520; and

That the registered agent is hereby changed from William L. Platter, 175 West Camino Real, Boca Raton, FL 33432 to:

**ALAN L. GABRIEL, ESQ.
2455 E. Sunrise Blvd, Penthouse East
Fort Lauderdale, FL 33304**

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: January 16, 2000

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):*

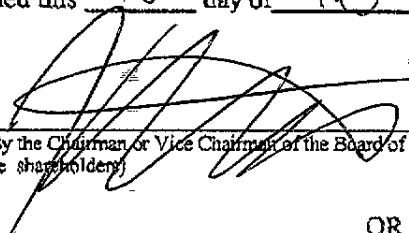
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- 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 Feb, 2000

Signature


(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)

Jason Korth
Typed or printed name

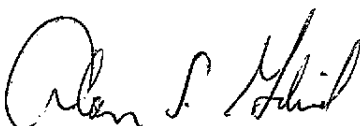
CEO

Title

ACCEPTANCE OF REGISTERED AGENT

I, ALAN L. GABRIEL, ESQ., being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles of Amendment, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 28th day of February, 2000.



ALAN L. GABRIEL