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MARTIN C. BOIRE, P.A.

ATTORNEY AT LAW • BUSINESS CONSULTANT

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June 2, 1999

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

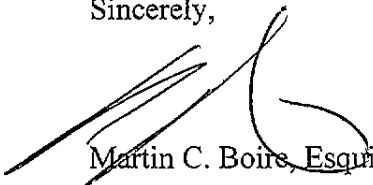
Re: State Steel Corporation Name Change

Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Amendment changing the name of the above corporation. Also enclosed is my check for \$35.00, and a SASE. Please return me the copy stamped "filed," unless there is an extra charge for doing so, in which case please file the original and discard the copy instead of holding things up over it.

Thank you.

Sincerely,


Martin C. Boire, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NIC
Amend

S. PAYNE JUN 11 1999

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF STATE STEEL CORPORATION**

FILED


99 JUN -4 AM 9:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO Chapter 607 Florida Statutes, this Florida profit corporation submits the following Articles of Amendment to its Articles of Incorporation:

- FIRST: Effective June 1, 1999 the name of this corporation is changed to D-GENERATION, INC.
- SECOND: The Articles of Incorporation were filed on December 4, 1990.
- THIRD: The Amendment was adopted by written action of the Shareholders on June 1, 1999, and the votes cast were sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this June 1, 1999.




Martin C. Boire, President

**STATE OF FLORIDA
COUNTY OF VOLUSIA**

I HEREBY CERTIFY that on this day before me personally appeared Martin C. Boire as President of the aforesaid corporation, to me known based upon presentment and examination of a Florida driver's license less than five years old to be the person described in and who executed the foregoing document, and who, being placed under oath, swore and acknowledged before me that Affiant executed the same as Affiant's free act and deed for the purposes set forth therein, and that the matters set forth therein are true and correct.

WITNESS MY HAND and official seal in the place aforesaid this June 1, 1999.



Notary Public

NOTARY PUBLIC - STATE OF FLORIDA
EVA SASHIN
COMMISSION # CC86004
EXPIRES 1/31/2001
BONDED THRU ASA 1-688-NOTARY1

