

18-2000 2:18

TRENAM KEMKER

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BASIC AMENDMENT

1:1 MEDIA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

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ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
1:1 MEDIA, INC.

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1:1 Media, Inc., a corporation organized and existing under the laws of State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on August 16, 1999.
2. The amendment to the existing Articles of Incorporation being effected hereby is to delete in its entirety Article I of the Articles of Incorporation as of the date hereof, and to substitute in its place the Article set forth below.
3. As amended below, Article I of the Articles of Incorporation has the sole effect of changing the Corporation's name from "1:1 Media, Inc." to "TechHealth, Inc." The Amendment to the existing Articles of Incorporation being effected hereby will make no changes in the current capital structure of the Corporation.
4. This amendment to the Articles of Incorporation was recommended to the shareholders of the corporation by unanimous written action of the board of directors of the corporation on April 14, 2000 and was approved on April 14, 2000 by the shareholders by way of a written action of shareholders of the Corporation having the requisite number of votes to adopt such amendment as required by Section 607.1003, Florida Statutes and in compliance with the requirements, including notice to all other shareholders, of Section 607.0704, Florida Statutes.
5. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid, and thereafter the name of the Corporation shall be "TechHealth, Inc." and Article I of the Articles of Incorporation of the Corporation shall read as follows:

\*\*\*\*\*

ARTICLE I

Corporate Name and Principal Office

The name of this corporation shall be TechHealth, Inc and its principal office and mailing address is 8800 Grand Oak Circle, Ste. 510, Tampa, FL 33637-2003

\*\*\*\*\*

Phillip G. Day, Esq.  
Trenam, Kemker  
101 E. Kennedy Blvd., Ste. 2700  
Tampa, FL 33602  
Tel. 813-223-7474; Bar # 0056383

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IN WITNESS WHEREOF, 1:1 Media, Inc. has caused these Articles of Amendment of the Articles of Incorporation to be executed by its Officers this 14<sup>th</sup> day of April, 2000.

1:1 Media, Inc.

By: 

Steven A. MacDonald, Co-Chief Executive Officer

1:1 Media, Inc.

By: 

Charles T. O'Neill, Co-Chief Executive Officer

1:1 Media, Inc.

By:  4/14/00

Thomas R. Sweet, President

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