

404448

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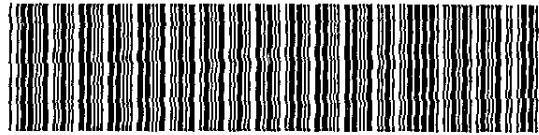


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04 MAR 22 AM 11:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend + N/C

T BROWN MAR 22 2004

PAYDIRT USA, INC.

**3551 SW Corporate Parkway
Palm City, Florida 34990
772.283.4490**

February 20, 2004

Florida Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir/Madam:

Enclosed is an Article of Amendment of PayDirt USA, Inc., along with a check in the amount of \$52.50 in payment of the associated filing fees, certified copy, and certificate of status.

Upon completion, please mail the certified copy and certificate of status to the undersigned at 3551 SW Corporate Parkway, Palm City, FL 34990.

Very truly yours,

James K. Schwarz

James K. Schwarz
President

Encl.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 3, 2004

JAMES K. SCHWARZ
PAYDIRT USA, INC.
3551 SW CORPORATE PARKWAY
PALM CITY, FL 34990

SUBJECT: PAYDIRT USA, INC.
Ref. Number: 404448

We have received your document for PAYDIRT USA, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 704A00014273

PAYDIRT USA, INC.

**3551 SW Corporate Parkway
Palm City, Florida 34990
772.283.4490**

March 8, 2004

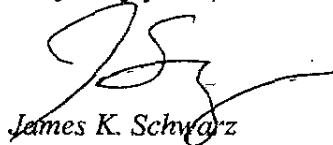
Florida Division of Corporations
Amendment Section
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Very truly yours,



James K. Schwarz
President

Encl.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PAYDIRT USA, INC.
Document Number 404448**

FILED
04 MAR 22 AM 11:54
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: Amendment adopted:

Article I: The name of this Corporation shall be:

VOTE POWER CORPORATION

Article VI: The name/address of the President of the Corporation is:

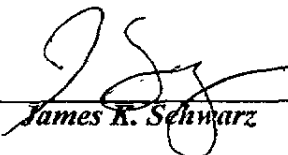
**James K. Schwarz
3551 SW Corporate Parkway
Palm City, FL 34990**

SECOND: N/A

THIRD: The date of the amendment's adoption: February 20, 2004

FOURTH: Adoption of Amendment was adopted by the Board of Directors with shareholder action and shareholder approval.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this Article of Amendment on the 20th day of February 2004.



James K. Schwarz