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BASIC AMENDMENT
IVIEWIT HOLDINGS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
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Name Change

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JAN 14 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 14, 2000

IVIEWIT HOLDINGS, INC.
2255 GLADES ROAD, SUITE 340-WEST
BOCA RATON, FL 33431

SUBJECT: IVIEWIT HOLDINGS, INC.
REF: F00000000042

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE FAX AUDIT NUMBER, SHOWN AT THE BOTTOM OF THE CERTIFICATE PAGE, IS INCORRECT.

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H00000002226
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 14, 2000

IVIEWIT HOLDINGS, INC.
2255 GLADES ROAD, SUITE 340-WEST
BOCA RATON, FL 33431

SUBJECT: IVIEWIT HOLDINGS, INC.
REF: F00000000042

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H00000002226
Letter Number: 800A00002038

H00000002226

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
00 JAN 14 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. iviewit Holdings, Inc.

Name of corporation as it appears within the records of the Department of State

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: January 4, 2000

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

January 12, 2000

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

iviewit Technologies, Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.


Signature
Name and Title

Brian G. Utley, President

1/14/00

Date

H00000002226

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "IVIEWIT HOLDINGS, INC.", CHANGING ITS NAME FROM "IVIEWIT HOLDINGS, INC." TO "IVIEWIT TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JANUARY, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Edward J. Freel
Edward J. Freel, Secretary of State

3151457 8100

AUTHENTICATION: 0194838

001017241

DATE: 01-12-00

H00000002226

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/12/2000
001017241 - 3151457

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
iviewit Holdings, Inc.**

iviewit Holdings, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by unanimous written consent, adopted the following resolution:

RESOLVED, that the Certificate of Incorporation of the corporation be amended by changing Article First so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the Corporation is:

iviewit Technologies, Inc."

SECOND: That the said amendment has been consented to and authorized by a majority of the Class A Stockholders by a written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by its President this 11th day of January, 2000.

iviewit Holdings, Inc.

By: 

Brian G. Utley, President