



F00000002116

May 1, 2001

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sirs,

000004273740--3
-05/21/01--01118--009
*****43.75 *****43.75

Re: VI@EXPRESS.COM, INC. – Name Change

Please find attached the following:

1. PROFIT CORPORATION – APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
2. Copy of Certificate of Amendment by State of Delaware – November 27, 2000
3. Copy of Certificate of Amendment by State of Delaware – March 13, 2001
4. ViaXpress check in the amount of \$43.75

Kindly process the attached Application and issue a Certified Copy in relation to the same.

Please do not hesitate to contact me if you have any questions at 480-330-9011.

Very truly yours,

Derek Fromm

Derek Fromm
President

Enclosures

FILED
01 MAY 21 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ac
M/c
5/25*

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. VIAEXPRESS, INC.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. April 17, 2000
Date authorized to do business in Florida

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? MARCH 13, 2001
5. VIAEXPRESS, INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
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.

DJ Fromm
Signature

Derek FROMM
Typed or printed name

May 1, 2001
Date

President.
Title

FILED
01 MAY 21 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "VI@EXPRESS, INC.", CHANGING ITS NAME FROM "VI@EXPRESS, INC." TO "VIAXPRESS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3198084 8100

AUTHENTICATION: 1056129

010157773

DATE: 03-30-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/30/2001
010157773 - 3198084

**CERTIFICATE OF AMENDMENT
TO THE
RESTATED CERTIFICATE OF INCORPORATION
OF
VI@EXPRESS, INC.**

Pursuant to the provisions of Section 242 of the Delaware General Corporation Law, the undersigned, VI@EXPRESS, Inc., a Delaware corporation (the "Corporation") adopts the following Certificate of Amendment to its Restated Certificate of Incorporation:

I.

The name of the Corporation is VI@EXPRESS, Inc.

II.

This Amendment to the Restated Certificate of Incorporation has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the Delaware General Corporation Law.

III.

The Certificate of Incorporation of the Corporation is hereby amended by deleting Article One in its entirety and replacing it with the following:

"ARTICLE ONE: NAME

The name of the Corporation is: ViaXpress, Inc. (the "Corporation")"

IV.

This Amendment to the Restated Certificate of Incorporation shall become effective upon filing with the Secretary of State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Restated Certificate of Incorporation of VI@EXPRESS, Inc. this 29th day of March, 2001.

VI@EXPRESS, INC.

By: Derek Fromm
Name: Derek Fromm
Title: President