

F00000002820

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 SEP -7 AM 11:57

NO BOUNDARIES NETWORK, INC.  
6639 SOUTHPOINT PARKWAY, SUITE 104  
JACKSONVILLE, FLORIDA 32216  
(904) 296-7444

August 17, 2000

Via Overnight Mail

Florida Department of State - Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

900003364849--5  
-08/18/00--01087--002  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

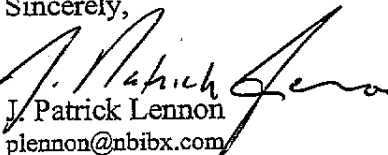
*Re: Amendment to Certificate of Incorporation - Name Change*

Dear Sir or Madam:

I have enclosed the completed APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA and a check in the amount of \$52.50 (\$35 + \$8.75 + \$8.75). The application reflects the change in the corporation's name from NO Boundaries, Inc. to NO Boundaries Network, Inc. and requests that the corporation be registered in Florida as NO Boundaries Network, Inc. as opposed to NO Boundaries B2B Corp.

Please review and process the Application and return a **certified copy** and a **certificate of status** to me at the address set forth below. Thank you for your time and attention to this matter. If you have any questions, please feel free to contact me at the number set above.

Sincerely,

  
J. Patrick Lennon  
plennon@nbibx.com

~~60 2/1/37~~  
N/c

V. SHEPARD SEP 8 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 30, 2000

J. PATRICK LENNON  
NO BOUNDARIES B28 CORP.  
6639 SOUTHPOINT PKWY., STE. 104  
JACKSONVILLE, FL 32216

SUBJECT: NO BOUNDARIES B2B CORP.  
Ref. Number: F00000002820

We have received your document for NO BOUNDARIES B2B CORP. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 400A00046330

*Rec'd 9/7*

**NO BOUNDARIES NETWORK, INC.  
6639 SOUTHPOINT PARKWAY, SUITE 104  
JACKSONVILLE, FLORIDA 32216  
(904) 296-7444**

September 6, 2000

Via Overnight Mail

Florida Department of State – Amendment Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314  
Attn. Velma Shepherd

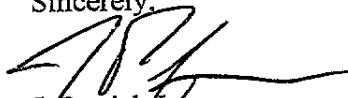
*Re: Amendment to Certificate of Incorporation – Name Change*

Dear Ms. Shepherd:

I have enclosed a copy of your letter dated August 30, 2000, the completed APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA and the original certificate of amendment from the State of Delaware. You informed me that our check in the amount of \$52.50 (\$35 + \$8.75 + \$8.75) has been cashed. As mentioned previously, the application reflects the change in the corporation's name from NO Boundaries, Inc. to NO Boundaries Network, Inc. and requests that the corporation be registered in Florida as NO Boundaries Network, Inc. as opposed to NO Boundaries B2B Corp.

Please review and process the Application and return a **certified copy** and a **certificate of status** to me at the address set forth below. Thank you for your time and attention to this matter. If you have any questions, please feel free to contact me at the number set above.

Sincerely,



J. Patrick Lennon  
plennon@nbibx.com

**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)

FILED STATE  
SECRETARY OF  
DIVISION OF CORPORATIONS  
00 SEP -7 AM 11:58

1. **NO Boundaries, Inc. a Delaware corporation doing business in Florida as NO Boundaries B2B Corp.**

Name of corporation as it appears on the records of the Department of State.

2. **Delaware**

Incorporated under laws of

3. **May 18, 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? **July 28, 2000**

5. **NO Boundaries Network, 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.

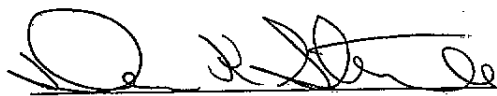
N/A

New Duration

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

N/A

New Jurisdiction

  
\_\_\_\_\_  
Signature

**Dennis K. Stemmle**  
Typed or printed name

**August 17, 2000**  
Date

**President and CEO**  
Title

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

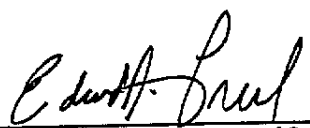
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NO BOUNDARIES, INC.", CHANGING ITS NAME FROM "NO BOUNDARIES, INC." TO "NO BOUNDARIES NETWORK, INC."; FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.

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

3052890 8100

001384681



  
Edward J. Freel, Secretary of State

0608620

AUTHENTICATION:

08-09-00

DATE:

CERTIFICATE OF AMENDMENT TO FIRST AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION OF  
NO BOUNDARIES, INC.

(hereinafter called the "corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

1. The name of the corporation is: NO Boundaries, Inc., but is being changed by this First Amendment.
2. The First Amended and Restated Certificate of Incorporation of the corporation is hereby amended by striking out Article I thereof and by substituting the following Article I:

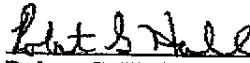
The name of the corporation is **NO Boundaries Network, Inc.**

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware. Prompt written notice of the adoption of the amendment herein certified shall be given to those stockholders who have not been consented in writing thereto, as provided by Section 228 of the General Corporation Law of the State of Delaware.

Executed this 25<sup>th</sup> day of July, 2000



Dennis K. Stemmle, President



Robert G. Hall, Secretary