

FOI000001761

UbuyHoldings, Inc.

2855 University Drive, Suite 200, Coral Springs, FL 33065

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-09/11/01--01058--001
*****43.75 *****43.75

September 10th 2001

Ref: Application to file an Amendment for Profit Corporation

Dear Sir

Please find enclosed the following documents;

- Application for amendment
- Original certificate of status from Nevada dated August 21st 2001 and copy of certificate of amendment to the articles of amendment from Nevada.
- One check for the sum of \$43.75
- UPS envelope for overnight return.

Yours truly

Jenny Martin
Secretary

Tel: 954-575-7296

Fax: 954-575-5569

e-mail: info@ubuyholdings.com

DIRECT NO: 954 227 5927

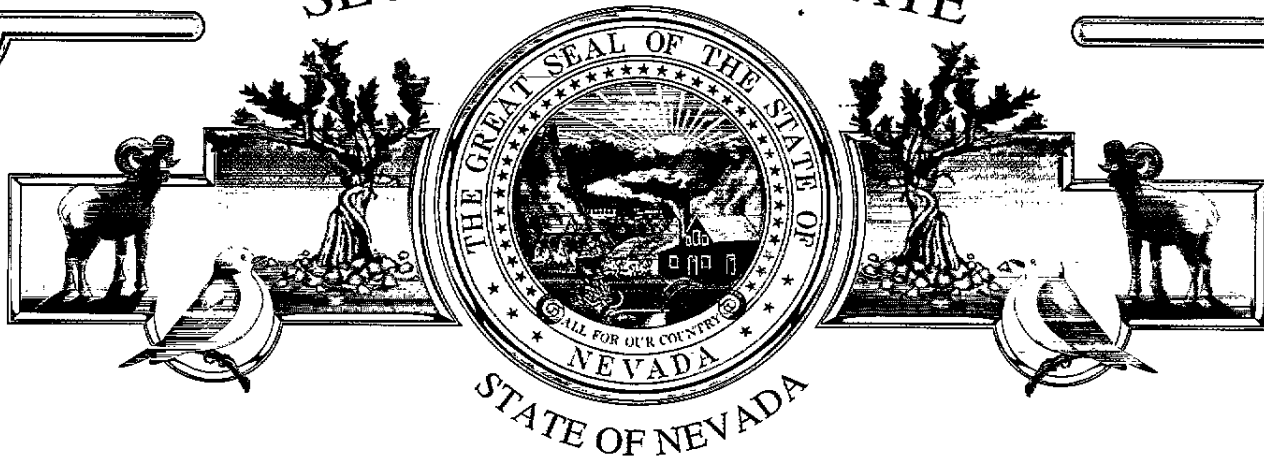
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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S. PAYNE SEP 17 2001

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date - advised

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **UBUYHOLDINGS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since November 4, 1985, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on August 21, 2001.



Dean Heller

Secretary of State

By

S. J. Lark

Certification Clerk

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION FILED # C17353-85
OF

MAY 02 2001

E-PAWN.COM, INC
A Nevada corporation

IN THE OFFICE OF
[Signature]
DEAN MILLER SECRETARY OF STATE

We, EDWARD O. RIES President and JENNIFER MARTIN
Secretary of the Corporation, do hereby certify that the Board of Directors of the Corporation at a meeting duly
convened, held on the 4th day of DECEMBER 19²⁰⁰⁰, adopted a resolution to amend the Articles
of Incorporation as follows:

BE IT RESOLVED, THAT:

The name of the Corporation be changed from E-PAWN.COM, INC.
to UBUY HOLDINGS, INC.

The number of shares of the corporation outstanding and entitled to vote on an amendment to the Articles of
Incorporation is 157 MILLION and the Amendment has been consented to by a majority vote of the
Stockholders holding a majority of each class of stock.

IN WITNESS WHEREOF, we have signed our names as of the 2nd day of April 2001^{am}

[Signature]

President
[Signature]

Secretary

ACKNOWLEDGMENT:

STATE OF Florida
COUNTY OF Broward

On this 2 day of April 19²⁰⁰¹, personally appeared before me, a Notary Public,
Edward O. Ries President and Jennifer Martin Secretary of E-Pawn.com, inc.
Corporation, who acknowledged they executed the above instrument on behalf of said Corporation.

[Signature]

NOTARY PUBLIC



Alison B. Madej
Commission # CC 941606
Expires June 4, 2004
Resided Then
Atlantic Beach Co., Inc.