

CLARK, WILSON

BARRISTERS & SOLICITORS

Patent & Trade-Mark Agents

December 23, 1998

BY COURIER

Divisions of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Attention: Amendment Section

Dear Sirs:

Re: C.N.W. Of Orlando, Inc. (the "Company")

The Company is in the process of changing its name from "C.N.W. of Orlando, Inc." to "GlobalNetCare, Inc.". Accordingly, we enclose the following:

1. Two copies of the Articles of Amendment to Articles of Incorporation of C.N.W. Of Orlando, Inc. (the "Amendment"); and
2. Cheque in the amount of \$43.75, payable to the Department of State, to cover filing fees.

We would ask that you kindly effect the name change on January 14, 1999. As the Company is trading on the OTC Bulletin Board and as we are co-ordinating with NASDAQ with respect to the change of name, we would ask that you confirm with the writer whether or not the name can be effected on January 14, 1999. Kindly forward a certified copy of the Amendment to our offices as soon as the name change has been effected.

If you have any questions or comments please contact the writer.

Yours truly,

CLARK, WILSON

Per: *Lori McLellan*

Lori McLellan
Legal Assistant

/ljm

Encl.

cc: C.N.W. Of Orlando, Inc.
Attention: Patrick Power

68909

Reply attention of: Lori McLellan
Direct telephone: (604) 643-3152
Email Address: ljm@cwilson.com
Our File No.: 21203-01

FO 3780

EFFECTIVE DATE
1-14-99

FILED
98 DEC 28 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
98 DEC 28 PM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.N.W. OF ORLANDO, INC.

(present name)

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I
CORPORATE NAME

"The name of the Corporation shall be GlobalNetCare, Inc."

EFFECTIVE DATE
1/14/99

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment is not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: December 22, 1998
to be effective 1/14/99

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

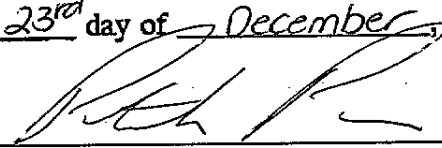
- 2 -

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
voting group

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 23rd day of December, 1998.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Patrick Power

Title

DIRECTOR