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NonProfit	-	Resignation of R.A., Officer/ Director	NI C	
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## 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.	bid&ask, inc.			
İ	Name of corporation as it appears of	n the record	s of the Department of Stat	ė.
2	Delaware	3	July 1, 1996	
!	Incorporated under laws of		Date authorized to do b	usiness in Florida
:	SEC. (4-7 COMPLETE ONLY TO	FION II HE APPLIC	ABLE CHANGES)	
4. If the	e amendment changes the name of the corporation	, when wa	is the change effected i	under the laws of
its ju	risdiction of incorporation? May 14, 1999		<del></del>	
5	bidnask.com, inc.			
not co	of corporation after the amendment, adding suffix "corpora- ntained in new name of the corporation." e amendment changes the period of duration, indic			ALLA
	New I	Duration		
7. If the	e amendment changes the jurisdiction of incorpora	tion, indic	ate new jurisdiction.	ILED I2 PH I: 56 RY OF STATE SSEE, FLORIDA
	Btto Break		7-6-99 Date	<del></del>
	Bette Byouk Typed or printed name	Т	reasurer/Secret Title	ary

## State of Delaware

PAGE 1

# Office of the Secretary of State

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 "BID&ASK, INC.",

CHANGING ITS NAME FROM "BID&ASK, INC." TO "BIDNASK.COM, INC.",

FILED IN THIS OFFICE ON THE EOURTEENTH DAY OF MAY, A.D. 1999, AT

9 O'CLOCK A.M.

Edward J. Freel, Secretary of State

AUTHENTICATION:

9838964

991266526

2601760

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 05/14/1999 991193921 - 2601760

#### CERTIFICATE OF AMENDMENT

OF

#### CERTIFICATE OF INCORPORATION

OF

bid&ask, inc.

I, James P. Lennane, the President and Chief Executive Officer of bid&ask, inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), in accordance with the provisions of Section 242 thereof, DO HEREBY CERTIFY that the amendment to the Certificate of Incorporation set forth in the following resolution has been approved by the Corporation's Board of Directors and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by striking Article FIRST in its entirety and replacing it with the following:

FIRST: The name of the Corporation is:

bidnask.com, inc.

This Certificate of Amendment to the Certificate of Incorporation has been approved by the Board of Directors of the Corporation.

This Certificate of Amendment to the Certificate of Incorporation has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Certificate of Amendment has been executed on behalf of the corporation by its President on this 2 day of May, 1999.

James P. Lennane

President