

# F98000000162



ACCOUNT NO. : 072100000032

REFERENCE : 263161 8739A

AUTHORIZATION :

COST LIMIT : \$ 35.00

*Patricia Pyjunt*

ORDER DATE : June 4, 1999

ORDER TIME : 11:31 AM

ORDER NO. : 263161-005

800002895328--1

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq  
Siegel Lipman Dunay & Shepard,  
Suite 801  
5355 Town Center Road  
Boca Raton, FL 33486

FOREIGN FILINGS

NAME: HOME CARE AMERICA, INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

FILED

99 JUN-4 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

99 JUN-4 PM 12:06

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*W/C  
Amend  
8  
6/4/99*

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

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

## 2. Nevada

Incorporated under laws of

3. January 8, 1998

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? May 27, 1999

5. **BizRocket.Com, 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.

## New Duration

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

## New Jurisdiction

  
Mark Ismach, President

Date 6/3/99

99 JUN-14 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

# 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, and limited-liability partnerships 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, **BIZROCKET.COM, 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 June 20, 1995, 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 May 28, 1999.



*Dean Heller*  
Secretary of State

By

*Wanda E. Smith*  
Certification Clerk

**FILED**  
IN THE OFFICE OF THE  
SECRETARY OF STATE OF THE  
STATE OF NEVADA

MAY 27 1999

No. C10330-95

*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT  
OF ARTICLES OF INCORPORATION  
OF  
HOME CARE AMERICA, INC.  
(After Issuance of Stock)**

Pursuant to the provisions of Nevada Revised Statutes, Title 7, Chapter 78, it is hereby certified that:

**FIRST:** The name of the Corporation (the "Corporation") is Home Care America, Inc.

**SECOND:** The Board of Directors of the Corporation duly adopted the following resolutions on May 25, 1999:

RESOLVED, That it is advisable in the judgment of the Board of Directors of this Corporation that the name of the Corporation be changed and, that in order to accomplish same, a Certificate of Amendment of Certificate of Incorporation be amended to read as follows:


**"FIRST:** The name of the Corporation is BizRocket.Com, Inc."

FURTHER RESOLVED, That the foregoing proposed amendment shall be submitted to shareholders for the approving vote of at least a majority of the voting power by written consent or, if such majority written consent cannot be obtained in writing then, at a meeting duly called on notice in accordance with the requirements of the by-laws of the Corporation and the Nevada Revised Statutes, Title 7, Chapter 78.

**THIRD:** The total number of outstanding shares having voting power in the corporation is 42,499,454 and the total number of votes entitled to be cast by the holders of outstanding shares is 42,499,454.

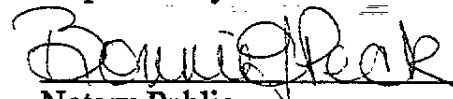
**FOURTH:** Pursuant to Nevada Revised Statutes, Title 7, Section 78.320, the foregoing amendment to the Corporation's Articles of Incorporation was adopted by the holders of 33,904,204 shares, which represent 33,904,204 votes and which constitute at least a majority of all of the voting power of the holders of shares having voting power.

Dated: May 25, 1999

  
Mark Ismach, President and Secretary

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 25th day of May, 1999, by Mark Ismach, President and Secretary of Home Care America, Inc., a Nevada corporation, on behalf of said corporation, who is personally known to me.

  
Notary Public

