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ACCESS,	236 East 6th Avenue . Tallahassee		10 × 1066
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PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA 99 (Pursuant to s. 607.1504, F.S.) SECTION I (1-3 MUST BE COMPLETED) EPETSONLINE, INC. Name of corporation as it appears on the records of the Department of State. DELAWARE Incorporated under laws of 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 OCTOBER 28, 1999 its jurisdiction of incorporation?_ Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation. PETPLACE.COM, INC. 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 November 22, 1999 Date Chief Executive Officer Jon Rappaport Typed or printed name

State of Delaware Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THAT THE SAID "EPETSONLINE, INC.",

FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO

"PETPLACE.COM, INC.", THE TWENTY-EIGHTH DAY OF OCTOBER, A.D.

1999, AT 9 O'CLOCK A.M.

Edward J. Freel, Secretary of State

AUTHENTICATION:

0076642

DATE: 11-11-99