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Florida Department of State
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To:
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Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

BASIC AMENDMENT

I - REALTYAUCTION.COM, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 AUG 23 PM 12:30

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08/23/01

PC



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 22, 2001

I - REALTYAUCTION.COM, INC.
1221 BRICKELL AVE
SUITE 900
MIAMI, FL 33131

SUBJECT: I - REALTYAUCTION.COM, INC.
REF: F99000006214

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please complete #4 with the date amendment was filed in Delaware and #5 with the new name of the corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000090040
Letter Number: 901A00048063

Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 21, 2001

I - REALTYAUCTION.COM, INC.
1221 BRICKELL AVE
SUITE 900
MIAMI, FL 33131

SUBJECT: I - REALTYAUCTION.COM, INC.
REF: F99000006214

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The certificate must contain both the old and new name of the corporation and also the date the amendment was filed in Delaware.

#4 of the application must have the date the amendment took place in the homestate. The new corporate name should appear in #5 of the application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000090040
Letter Number: 601A00047649

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

H01000090040

**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. i - RealtyAuction.com, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under the laws of
3. 12/2/1999
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 law of its jurisdiction of incorporation? 8/16/2001
5. Genesis Realty Group Inc.
Name of the corporation after the amendment, adding a 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
8. Other provisions.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 AUG 23 PM 12:30

By: James Kalimi, Secretary
Name: James Kalimi
Title: Secretary
Date: 8/16/01

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

H01000090040

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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 "I - REALTYAUCTION.COM, INC.", CHANGING ITS NAME FROM "I - REALTYAUCTION.COM, INC." TO "GENESIS REALTY GROUP INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF AUGUST, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3131825 8100

010405067

AUTHENTICATION: 1299943

DATE: 08-16-01

Certificate of Amendment
of
Certificate of Incorporation

FIRST: The Board of Directors of 1 - RealtyAuction.com, Inc. adopted the following resolution setting forth a proposed amendment of this corporation's Certificate of Incorporation:

RESOLVED, that the text of the Article numbered 1 of the Certificate of Incorporation of this corporation shall be deleted and replaced with the following:

The name of this Delaware corporation is Genesis Realty Group Inc.

SECOND: Pursuant to the resolution of the Board of Directors, the stockholders of this corporation voted in favor of the amendment at a special meeting of stockholders at which the necessary number of shares required by statute voted in favor of the amendment.

THIRD: The amendment set forth in this Certificate of Amendment was duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Certificate of Amendment has been signed by the undersigned authorized officer of this corporation on the date shown below.

1 - RealtyAuction.com, Inc.

By: [Signature] Secretary

Name: Jamce Kalimi

Title: Secretary

Date: 8/16/01