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GUNSTER, YOAKLEY

P.01/02

L34656

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Account Number : 076117000420  
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BASIC AMENDMENT

WALKABOUT COMPUTERS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

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Amend

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
WALKABOUT COMPUTERS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 adopted: Article THIRD is being amended in its entirety so that it will now read:

"THIRD: The Corporation is authorized to issue two classes of stock, to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares the Corporation is authorized to issue is Fifteen Million (15,000,000) shares, of which Fourteen Million Nine Hundred Ninety-Five Thousand Ten (14,995,010) shall be Common Stock, par value of \$0.0001 per share, and Four Thousand Nine Hundred Ninety (4,990) shall be Preferred Stock, par value of \$0.0001 per share."

**SECOND:** The date of the amendment's adoption is June 28, 2002.

**THIRD:** The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed as of June 28, 2002.

WALKABOUT COMPUTERS, INC.

BY:

  
David Grainger, President