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FILED
01 JAN 10 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CSC
1201 HAYS STREET
TALLAHASSEE, FL 32301

CONTACT: TAMARA ODOM

ACCOUNT #: 072100000032

REF#: 9599-22-16
Patricia Pugh

AUTHORIZATION:

COST LIMIT: \$35.00

ORDER DATE: 01/10/01

000003531370--9

ENTITY NAME: PHONESHARK.COM, INC.

DOMESTIC FILING

FOREIGN FILING

-----ARTICLES OF INCORPORATION

----- CERTIFICATE OF LIMITED PARTNERSHIP

----- QUALIFICATION

----- CERTIFICATE OF LLC

☒ ARTICLES OF AMENDMENT

PLEASE RETURN

☒ STAMPED COPY

----- CERTIFIED COPY

----- CERTIFICATE OF GOOD STANDING

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01 JAN 10 AM 11:28
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

COULLETTE JAN 10 2001

**ARTICLES OF AMENDMENT
OF
PHONESHARK.COM, INC.**

FILED
01 JUN 10 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Theses Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of PHONESHARK.COM, INC., and in connection therewith, the undersigned officers, acting upon the authority of the Board of Directors of PHONESHARK.COM, INC., and upon authority of the holders of a majority of the shares entitled to vote on said amendment, hereby set forth as follows:

1. The name of this Corporation is PHONESHARK.COM, INC.
2. The Articles on Incorporation of PHONESHARK.COM, INC. have been amended by deleting paragraph (a) of Article III in its entirety and by substituting in lieu thereof the following paragraph (a) of Article III:


Article III: CAPITAL STOCK

(a) Authorized Shares. The total number of shares that may be issued by the Corporation is Fifty Million (50,000,000) shares of common stock having a par value of One-Tenth Cents (\$0.001) per share. Each of the shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of the capital stock may be paid for in cash or in property at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for fully and shall be nonassessable."


3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on December 31, 2000, and written consent to the said Amendment was given on ~~December~~ ^{January} 8, ²⁰⁰¹ ~~2000~~ by the holders of a majority of the shares entitled to vote thereon in accordance with Florida Statutes Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

4. Upon the filing of these Articles of Amendment by the Department of Stated, the above referred to amendment shall become effective and the Articles of Incorporation of PHONESHARK.COM, INC. shall be deemed to be amended accordingly.

DATED this 8th day of ~~December~~ ^{January}, ²⁰⁰¹ ~~2000~~.



DOUGLAS A. GLENN
President



WESLEY E. LEWISON
Secretary