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JAY E. KAUFFMAN, P.A.

ATTORNEY AT LAW
12823 80TH AVENUE NORTH
SEMINOLE, FL 33776
(727) 381-5999

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 10, 2001

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Valueclub, Inc.

Gentlemen:

Enclosed is an amendment to the Articles of Incorporation for the above-referenced corporation and our check in the amount of \$43.75 to cover the following:

Filing fee	\$35.00
Certificate of Status	\$ 8.75

We would appreciate your filing the amendment.

Sincerely,

Jay E. Kauffman

Jay E. Kauffman
Attorney at Law

NC
5-2-D1
DTS

FILED

01 APR 23 PM 12:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
Valueclub, Inc.

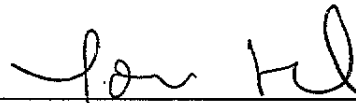
Valueclub, Inc., a Florida Corporation, hereby amends its Articles of Incorporation, as originally filed.

IN WITNESS WHEREOF, Valueclub, Inc. causes these Amendments of Articles of Incorporation to be executed by Tom Bardel, its President, its corporate seal to be affixed this 11th day of April, 2001.

The attached Amendments were adopted by all the shareholders and directors of the corporation on this 11th day of April, 2001.

Valueclub, Inc.

BY:



Tom Bardel
President

CONSENT TO CORPORATE ACTION

We, being all the directors and stockholders of Valueclub, INC. do hereby consent to the following corporate action:

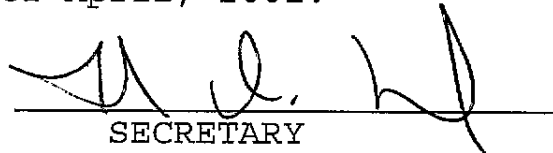
Restatement of Article I of the Articles of Incorporation to read as follows:

The name of the corporation shall be:

Electronic Equipment and e Business Services, Inc.

The address of the principal office of this corporation shall be 5535 110th Avenue North, #Q205, Pinellas Park, Florida and the mailing address shall be the same.

Dated this 11th day of April, 2001.



SECRETARY