



**Above
the
Crowd!**

PO00000074747

COMMERCIAL & ASSET MANAGEMENT DIVISION

Saturday, March 31, 2001

Division Of Corporations Amendments Section
PO Box 6327
Tallahassee, FL 32314

Re: Name Change

Dear Sirs:

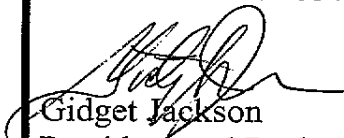
Enclosed is the First Amendment to the Articles of Incorporation for G Max
Downtown Realty Inc. The new name will be "Net Holdings Inc."

If there are any questions, please call me at 941-945-9500.

Thank you for your attention to this matter.

Sincerely,

RE/MAX downtown


Gidget Jackson
President and Broker

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 APR 23 PM 4:28

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*****35.00 *****35.00

Name Change
HTS

4-25-2001

RE/MAX
downtown

1326 Cape Coral Pkwy. E
Cape Coral, FL 33904

Office: (941) 945-8500 • Fax: (941) 945-8501
Each Office Independently Owned and Operated





FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 11, 2001

Gidget Jackson
% RE/MAX DOWNTOWN
1326 Cape Coral Pkwy., East
Cape Coral, FL 33904

SUBJECT: G MAX DOWNTOWN REALTY, INC.
Ref. Number: P00000074747

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 401A00021568

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
G Max Downtown Realty, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 APR 23 PM 4: 28

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: Article One of the Articles of Incorporation shall be changed from **G Max Downtown Realty, Inc. to Net Holdings Inc.**

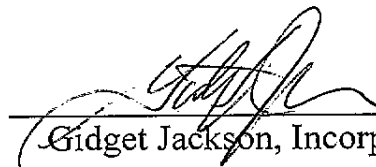
SECOND: There is no reclassification or cancellation of issued shares

THIRD: This amendment was duly adopted on March first of 2001.

FOURTH: The amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this first day of March, 2001,

Signature


Gidget Jackson, Incorporator