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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2011 JAN 21 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*for
(12/11)*

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

GAINCLIENTS, INC.

Signature _____

Requested by: SETH

01/21/11

Name _____

Date _____

Time _____

Walk-In _____

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____ Art of Inc. File _____
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____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
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____ Fictitious Owner Search _____
____ Vehicle Search _____
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____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
GAINCLIENTS, INC.**

FILED

THE UNDERSIGNED, being the president of GainClients, Inc. does hereby amend the Articles of Incorporation of GainClients, Inc., as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE IV
SHARES**

The authorized common stock of this corporation shall be increased to 1,000,000,000 shares of common stock, no par value.

DESIGNATION OF SERIES A CONVERTIBLE PREFERRED SHARES

1. Increase in Authorized Series A Convertible Preferred Stock. The authorized number of previously designated Series A Convertible Preferred Stock shall be increased to 6,000,000 shares of Series A Convertible Preferred Stock, no par value.

The designation of the Series A Convertible Preferred Stock shall remain the same as in the previously filed amendment to the Articles of Incorporation.

All other provisions in previously filed Amendments to the Articles of Incorporation not in conflict with this Amendment shall remain in full force and effect.

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on January 13, 2011 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation on January 13, 2011.



Raymond Desmond, President