

PO1000047355

Netmage, Inc.  
6155 NW 53<sup>rd</sup> St  
Coral Springs FL 33062  
954 755 4407  
ebates@consultrex.com

DEPT OF STATE  
APR -9 AM 8:53  
TALLAHASSEE, FLORIDA

Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

**RE: Re-stated Articles of Incorporation**

Please find enclosed our Re-stated Articles of Incorporation. We want to affect a name change for the company. We have included a check for \$43.75 (\$35 filing fee plus a certified copy.

If there are any questions regarding this change, please let us know.

Thank you,

*E H Bates*

Elizabeth Bates  
President

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-04/10/02--01060--010  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2002 APR 29 PM 3:48

*Restated Articles w/Name Change*  
*hjt*  
*4-30-2002*

# Netmage, Inc.

6155 NW 53<sup>rd</sup> St Coral Springs FL 33067  
Tel: 954 755 4407 Fax: 954 227 6547

April 26, 2002

Louise Flemming-Jackson  
Corporate Specialist Supervisor  
Divisions of Corporations  
PO BOX 6327  
Tallahassee FL 32314

RE: Restatement of Articles of Incorporation changes required  
Certificate from Board of Directors

As per our telephone conversation this Friday afternoon, I am sending you another original Restated Articles of Incorporation document with the requested changes, and a Certificate signed by the Board, which currently is just myself. A similar set of documents were mailed to you on April 16, through regular post from my lawyer's office, however, after talking with you today, it appears that you did not receive them.

To avoid any confusion, if you should receive the documents that were dated and mailed to you on April 16, please disregard them. I have dated these new documents with today's date, and will use these documents mailed to you today as the current Restated Articles of Incorporation and Certificate from the Board.

Thank you for your assistance.



Elizabeth Bates  
President

RECEIVED  
02 APR 29 AM 8:28  
DIVISION OF CORPORATIONS



**COPY**

**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

April 12, 2002

Elizabeth Bates  
% NETMAGE, INC.  
6155 NW 53rd Street  
Coral Springs, FL 33062

SUBJECT: NETMAGE, INC.  
Ref. Number: P01000047355

We have received your document for NETMAGE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

Please list the title of your officer in Article VIII.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6910.

Louise Flemming-Jackson  
Corporate Specialist Supervisor

Letter Number: 602A00021861

**RESTATED  
ARTICLES OF INCORPORATION  
OF  
NETMAGE, INC.**

2002 APR 29 PM 3:48

**ARTICLE 1**

The name of the company shall be changed from Netmage, Inc. to **Consultrex, Inc.**, and its address shall be at **6155 NW 53<sup>rd</sup> Street, Coral Springs, FL 33067.**

**ARTICLE II**

The corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE III**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE IV**

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

**ARTICLE V**

The registered office of this corporation shall be at **6155 NW 53<sup>rd</sup> Street, Coral Springs, FL 33067**, with the privilege of having its offices and branch offices at other places within the State of Florida. The registered agent at that address shall be **Elizabeth H. Bates.**

**ARTICLE VI**

The Board of Directors is determined in accordance with the by-laws. The name and address of the person who is serving as a member of that Board of Directors is: **Elizabeth H. Bates, 6155 NW 53<sup>rd</sup> Street, Coral Springs, FL 33067.**

## **ARTICLE VII**

This corporation shall comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to maintain its status as an S corporation as defined herein.

## **ARTICLE VIII**

The name and address of the current officers are:  
President, **Elizabeth H. Bates, 6155 NW 53<sup>rd</sup> Street, Coral Springs, FL 33067**  
CEO, **Enrique Fiallo, 109 Drinkwater Rd, Hampton Falls, NH 03844**  
Secretary/Treasurer, **Helen Ogle, 6155 NW 53<sup>rd</sup> Street, Coral Springs, FL 33067**

Executed by the undersigned on the 26 day of April, 2002.

  
\_\_\_\_\_  
**Elizabeth H. Bates**  
**President**

**CERTIFICATE REGARDING ADOPTION OF  
RESTATED ARTICLES OF INCORPORATION  
FOR  
NETMAGE, INC.**

Elizabeth H. Bates, President and Chairman of the Board of Directors of Netmage, Inc., a Florida Corporation, certifies as follows:

The restatement of the Articles of Incorporation of Netmage, Inc. contains changes that do not require shareholder approval. The Corporation has only one class of stock. We do hereby constitute the directors of the above named corporation and do hereby agree to adopt the Restated Articles of Incorporation dated April 26, 2002.

We do hereby affix our names to show the Board members who approved the Restated Articles of Incorporation dated April 26, 2002.

  
\_\_\_\_\_  
Elizabeth Bates

Dated: April 26, 2002