

LAW OFFICES OF MICHAEL MORAN

2201 RINGLING BLVD

SUITE 202

SARASOTA, FLORIDA 34237

MORAN
DARREN M. FINEBLOOM

941/366-1800
FAX 941/954-7101

PO 1000091445

May 23, 2002

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/28/02--01081--010
*****35.00 *****35.00

Re: ITNextGen, Inc.

Dear Sir/Madam:

Enclosed please find an original and one copy of the Amendment to Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of \$35.00 which represents the filing fees.

Please file the original Amendment Articles of Incorporation and return a file stamped copy to our office at the above address.

Thank you for your assistance in this matter.

Very truly yours,



Michael Moran

Enclosures

va. ITNextGen

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 MAY 31 PM 4:08

Amendment
06/06/02
DC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 MAY 31 PM 4:08

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ITNextGen, Inc.

Pursuant to the provisions of §607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

ARTICLE II. PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE: 13611 HERITAGE WAY, SARASOTA, FLORIDA 34240.

THE MAILING ADDRESS SHALL BE: 13611 HERITAGE WAY, SARASOTA, FLORIDA 34240.

ARTICLE V. OFFICERS/DIRECTORS

MICHELE SINCLAIR MARTIN, SOLE OFFICER
(PRESIDENT/TREASURER/CHAIRMAN/SECRETARY) AND DIRECTOR

ARTICLE VI. REGISTERED AGENT:

THE NAME AND ADDRESS OF THE CORPORATION'S REGISTERED AGENT SHALL BE: MICHAEL MORAN, ESQ., 2201 RINGLING BLVD., SUITE 202, SARASOTA, FLORIDA 34237.

SECOND: If an amendment provided for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

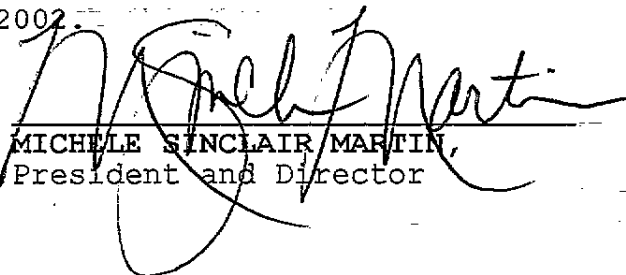
N/A

THIRD: The date of each amendment's adoption is May 20, 2002.

FOURTH: Adoption of Amendment(s):

The amendments were adopted by the Board of Directors without shareholder action and shareholder action was not required.

SIGNED this 21st day of May, 2002.

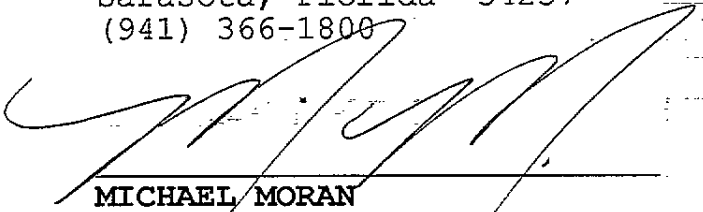

MICHELE SINCLAIR MARTIN,
President and Director

ACKNOWLEDGMENT AND ACCEPTANCE
OF REGISTERED AGENT OF ITNEXTGEN, INC.

I, MICHAEL MORAN, having been named to accept service of process for ITNEXTGEN, INC., at 2201 Ringling Blvd., Suite 202, Sarasota, Florida 34237, agree to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.

DATED this 31st day of May, 2002.

LAW OFFICES OF MICHAEL MORAN
2201 Ringling Blvd.
Suite 202
Sarasota, Florida 34237
(941) 366-1800



MICHAEL MORAN
Florida Bar No. 0714925