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Division of Corporations

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BASIC AMENDMENT

I NET VALUES, INC.

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Estimated Charge	\$35.00

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E-SUBMIT

12/27/02

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Capital Connection, Inc.

CAPITAL CONNECTION 850 222 1222 12/27 '02 09:03 No.535 02/04 Department of State 12/27/2002 8:38 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 27, 2002

I NET VALUES, INC. 1301 WEST COPANS ROAD, SUITE H-1 POMPANO BEACH, FL 33064

SUBJECT: I NET VALUES, INC.

REF: P02000024896



We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

- The current name of the entity is as referenced above. Please correct your document accordingly.
- FLEASE ADD A COMMA TO THE CORPORATE NAME AFTER THE WORD "VALUES".
- PLEASE LIST THE TITLE "INCORPORATOR" FOR MARIA SAPUPPO AFTER HER NAME ON THE SECOND PAGE OF THE DOCUMENT.
- The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future affective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

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 filling of your document, please call (850) 245-6906.

Darlene Connell Document Specialist

FAX Aud. #: E02000238445 Letter Number: 202A00067520

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

• CAPITAL CONNECTION 850 222 1222 12/26 '02 08:46 NO.485 02/04 Department of State 12/17/2002 3:30 PAUE 1/1 NIERTFAN NO.485 02/04



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 17, 2002

I MET VALUES, INC. 1301 WEST COPANS ROAD, SUITE H-1 POMPANO BEACH, FL 33064

SUBJECT: I NET VALUES, INC.

REF: P02000024896

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

THE INCORPORATOR, WHICH IS MARIA SAPUPPO, MUST SIGN THE DOCUMENT SINCE THE AMENDMENT WAS ADOPTED BY THE INCORPORATOR.

OUR RECORDS ARE SHOWING MARIA SAPUPPO AS THE ONLY PERSON LISTED AS A DIRECTOR AT THIS TIME.

PLEASE LIST THE OFFICER/DIRECTOR TITLE FOR MELISSA REIF BEING ADDED IN THIS AMENDMENT.

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) 245-6906.

Darlene Connell Document Specialist FAX Aud. #: E02000238445 Letter Number: 602A00066458

RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL FILE DATE

850 222 1222

CAPITAL CONNECTION

H02000238445 9

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

I NET VALUES, INC.	
(present supply)	

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

PLEASE REMOVE MARIA SAPUPPO AND CHARLIE EISSA AND ADD ERIC ROBBID AS CTO

MARK BALDINGER AS CEO

AMADEO DOMINIC BELMONTE REMAINS AS CEO

MELISSA REIF AS VICE PRESIDENT



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

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har n	•	e date of each amendment's adoption: 12/23/02
, 	RIE: /	Adaption of Amendment(s) (CHECK ONE)
		The amendment(s) was/were approved by the shareholders. The number of votes ca for the amendment(s) was/were mifficient for approval.
•		The amendment(s) were approved by the sheeholders fixingly voting groups. The following statement must be separately provided for each voting group entitled to separately on the amendment(s):
	•	"The number of votes cast for the amendment(s) was/were sufficient for approval by
		ANIME BLOWD
	D	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	□×	•
	-	35 2002
	Si	med this 23 day of DECEMBER , 19 2002
	f	Morio Lapunos
Sig.	si s.,	Maria Sapuppe
Sip.	f	Phone Sapupou (By the Challenger of Visit Challenger of the South of Discounts, Provided or other officer If adopted by the standard date)
Sig	f	Morus Japupou (By the Contract of View Contract of the people of Diversion, Provided or other officer If adopted by the started days) OR
Sig.	f	Phone Sapupou (By the Challenger of Visit Challenger of the South of Discounts, Provided or other officer If adopted by the standard date)
Sig.	f	Morus Japupou (By the Contract of View Contract of the people of Diversion, Provided or other officer If adopted by the started days) OR
Sig	f	(By a director if adapted by the directors)
Sig.	f	Photo Sapusous (By the Cadrama at Vise Cadramy of the Park of Directors, President or other officer if adopted by the director if adopted by the directors) (By a director if adopted by the directors)
Sig.	f	(By a director if adopted by the directors) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators)
Sip	f	(By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators)
Sig	f	(By a director if adopted by the directors) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators)