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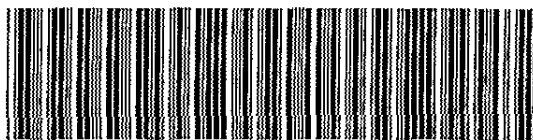
(Business Entity Name)

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DOUGLAS J. BURNS, P.A.



Attorney at Law

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Certified Public Accountant

March 18, 2003

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

Re: MOUSEPADMEDIA.COM, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Amendment to the Certificate of Incorporation of the above-referenced corporation along with a check for \$35.00 for the filing fee. Please process the Amendment at your earliest convenience and provide me a confirmation copy.

Do not hesitate to contact this office if you have questions.

Thank you in advance for your assistance.

Sincerely,



Douglas J. Burns

DJB:isb

Enclosures

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ARTICLES OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OF MOUSEPADMEDIA.COM, INC.

Pursuant to the provisions of the General Corporation Law of the State of Florida, Statute #607.1006, the undersigned corporation adopts the following Articles of Amendment to the Certificate of Incorporation.

1. The name of the corporation is Mousepadmedia.Com, Inc.

2. The Certificate of Incorporation shall be amended by deleting paragraph 7.1 and substituting the following:


The total number of shares of common stock which this corporation shall have authority to issue is 100,000 thousand shares having a par value of \$.01 per share.


3. The Amendment was adopted on the 12th day of March, 2003.

4. The Amendment was duly approved by all the shareholders at special meeting and all have affixed their signatures below.

DATED this 13th day of March, 2003.

MOUSEPADMEDIA.COM, INC.


BY: Terry Ratliff
President, 50% shareholder


BY: Frank A. Duss
Attest: Vice President, 50%
Shareholder

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