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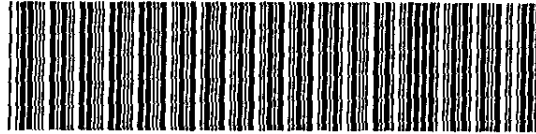
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Amendment
3/3/04
DC

JACKSON L. MORRIS

Page 1

Attorney at Law

Admitted in Florida, Georgia and The District of Columbia

February 15, 2004

By Express U.S. Mail or Overnight Courier

Division of Corporations
Department of State - Florida
409 East Gaines Street
Tallahassee, FL 32399

Re: Red Spider Technologies, Inc.
a Florida for profit corporation
Articles of Amendment

Dear Sir or Madam:

Enclosed please find two executed originals of the Articles of Amendment for the above-referenced new, for profit corporation and a client check for the filing fee in the amount of \$35. Please file the Articles and return one original showing the Division's filing stamp to the undersigned for the company records.

If you should have any questions, please do not hesitate to call me.

Very truly yours,

Jackson L. Morris

Jackson L. Morris

(signed in computer for electronic delivery to client)

Enclosures

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
RED SPIDER TECHNOLOGY, INC.**

Pursuant to the provisions of §607.0602, Fla. Stat., the Florida Business Corporation Act, Red Spider Technology, Inc. does hereby amend its Articles of Incorporation as follows:

1. The name of the corporation is Red Spider Technology, Inc.
2. This Amendment to the Articles of Incorporation was duly approved and adopted on October 22, 2003 by the sole director of the Corporation, pursuant to §607.0726, Fla. Stat., by written consent without a meeting, pursuant to §607.0821, Fla. Stat.
3. Article IV(b)(1) of the Articles of Incorporation, as amended, shall be and hereby is amended to increase the number of shares of authorized preferred stock designated as Class A Convertible Preferred Stock to Eight Hundred Thousand 800,000 shares from Six Hundred Thousand (600,000) shares.

IN WITNESS WHEREOF, the undersigned, President of Red Spider Technology, Inc., has executed the within Articles of Amendment this 22nd day of October, 2003 and caused said Articles to be filed in the office of the Secretary of State for the State of Florida, effective upon the filing thereof.

(CORPORATE SEAL)



Red Spider Technology, Inc.

By: _____

J. Stuart Grant, President

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