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DIVISION OF CORPORATIONS

BASIC AMENDMENT

NETONE SYSTEMS INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 NOV -3 PM 2:36

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Amend
G. Gaudette NOV 03 2004

H04000219429 3

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

NETONE SYSTEMS, INC.

(Present name)

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:

November 3, 2004

First: Amendment(s) adopted: AMENDED.

ARTICLE VII - INITIAL BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H04000219429 3**First: Articles Amended****ARTICLE XVI - BOARD OF DIRECTORS**

This Corporation has NOW two (2) Officers. The name and post office address of the officer, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

NAME	ADDRESS
Anderson Vargas President/Treasurer	5944 NW 55 LANE TAMARAC FL 33319
Carmen Guedes Vice-President/Secretary	5944 NW 55 LANE TAMARAC FL 33319

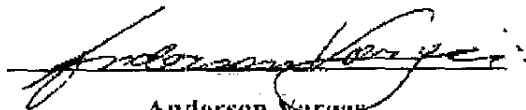
Second: The date of adoption of the amendments.

The date of adoption of the amendments was November 3, 2004.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this November 3, 2004.



Anderson Vargas
President/Treasurer