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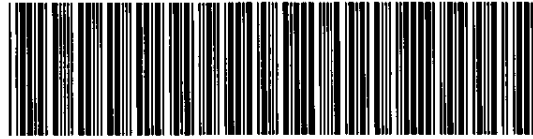
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2006 DEC -6 PM 2:27

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

2006 DEC -6 AM 10:57

NOT INTENDED  
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*Amend*

G. Coulliette DEC 6 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 644169 5017100

AUTHORIZATION

A handwritten signature in black ink, appearing to read "Spuddelean", written over the word "AUTHORIZATION".

COST LIMIT : \$52.50

ORDER DATE : December 6, 2006

ORDER TIME : 10:25 AM

ORDER NO. : 644169-005

CUSTOMER NO: 5017100

DOMESTIC AMENDMENT FILING

NAME: GOIN' POSTAL FRANCHISE  
CORPORATION

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

TWO CERTIFIED COPIES

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
GOIN' POSTAL FRANCHISE CORPORATION**

FILED  
2006 DEC - 6 PM 2: 27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003 and Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is presently **GOIN' POSTAL FRANCHISE CORPORATION**.

2. The following Amendment to the Articles of Incorporation was unanimously adopted and approved by the Directors and Shareholders of the Corporation on December 1, 2006, in the manner prescribed by the Florida Business Corporation Act, and shall become effective on the date these Articles of Amendment are duly filed with the Florida Department of State.

3. Article IV of the Articles of Incorporation of Goin' Postal Franchise Corporation which were originally filed on August 13, 2004 is hereby amended in its entirety to read as follows:

**ARTICLE IV. CAPITAL STOCK**

**A. Authorized Stock.**

The total aggregate number of shares of capital stock which the Corporation shall have authority to issue is five hundred fifty million (550,000,000), consisting of five hundred million (500,000,000) shares of common stock, par value of Ten Cents (\$.10) per share (hereinafter referred to as the "Common Stock"), and fifty million (50,000,000) shares of preferred stock, par value of one-tenth of one cent (\$.001) per share (hereinafter referred to as the "Preferred Stock").

**B. Preferred Stock.**

The Board of Directors is hereby expressly authorized, in accordance with the powers and directives established under Section 607.0602 of the Florida Business Corporation Act, at any time, and from time to time, to create and provide for the issuance of shares of Preferred Stock in one or more series and, by filing appropriate articles of amendment pursuant to the directives of said Section 607.0602 (hereinafter referred to as a "Preferred Stock Amendment"), to establish the number of shares to be included in each such series, and to fix the designations, preferences and relative, participating or non-participating, optional or other special rights of the shares of each such series and the qualifications, limitations or restrictions thereof, as shall be stated and expressed in such Preferred Stock Amendment and the resolution or resolutions providing for the issue thereof adopted by the Board of Directors, including, but not limited to, the following:

(i) the designation of and the number of shares constituting such series, which number the Board of Director may thereafter (except as otherwise provided in the Preferred Stock Amendment) increase or decrease (but not below the number of shares of such series then outstanding);

(ii) the dividend rate for the payment of dividends on such series, if any, the conditions and dates upon which such dividends shall be payable, the preference or relation which such dividends, if any, shall bear to the dividends payable on any other class or classes of or any other series of capital stock, the conditions and dates upon which such dividends, if any, shall be payable, and whether such dividends, if any, shall be cumulative or non-cumulative, and, if cumulative, the date or dates from which dividends shall accumulate;

(iii) whether the shares of such series shall be subject to redemption by the Corporation, and, if made subject to such redemption, the times, prices and other terms and conditions of such redemption;

(iv) the terms and amount of any retirement or sinking fund provided for the purchase or redemption of the shares of such series and, if any such retirement or sinking fund be established, the annual amount thereof and the terms and provisions relative to the operation thereof;

(v) whether or not the shares of such series shall be convertible into or exchangeable for shares of any other class or classes of, any other series of any class or classes of capital stock of, or any other security of, the Corporation or any other corporation, and, if provision be made for any such conversion or exchange, the times, prices, rates, adjustments and any other terms and conditions of such conversion or exchange;

(vi) the extent, if any, to which the holders of the shares of such series shall be entitled to vote (whether fully, on a limited basis, or not at all) as a class or otherwise with respect to the election of directors or otherwise;

(vii) the restrictions, if any, on the issue or reissue of shares of the same series or of any other class or series;

(viii) the amounts payable on and the preferences, if any, of the shares of such series in the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation; and

(ix) any other relative rights, preferences and limitations of that series.

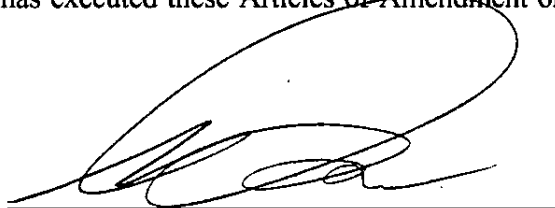
### **C. Common Stock.**

Each holder of Common Stock shall have one vote in respect of each share of Common Stock held by such holder of record on the books of the Corporation for the election of directors and on all other matters on which stockholders of the Corporation are entitled to vote. Subject to any rights that may be conferred upon any holders of Preferred Stock or any other

series or class of stock as set forth in the Articles of Incorporation of the Corporation, as same may be amended and/or restated from time to time (excluding Common Stock), upon dissolution, the holders of Common Stock then outstanding shall be entitled to receive the net assets of the Corporation. Such net assets shall be divided among and paid to the holders of Common Stock, on a pro rata basis, according to the number of shares of Common Stock held by them. Subject to any rights that may be conferred upon any holders of Preferred Stock or any other series or class of stock as set forth in the Articles of Incorporation of the Corporation, as same may be amended and/or restated from time to time (excluding Common Stock), the holders of shares of Common Stock shall be entitled to receive, as, when and if declared by the Board of Directors, out of the assets of the Corporation which are by law available therefor, dividends payable either in cash, in stock or otherwise.

4. This Amendment was unanimously approved and adopted by the Directors and all Shareholders of the only voting class of stock of the Corporation, and the number of votes cast for the Amendment by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned individual who is both the Chief Executive Officer and Secretary of this Corporation has executed these Articles of Amendment on this 5<sup>th</sup> day of December, 2006.



Marcus Price,  
Chief Executive Officer /Secretary

State of Florida  
County of Hillsborough

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of December, 2006, by **Marcus Price**, as both Chief Executive Officer and Secretary, on behalf of **GOIN' POSTAL FRANCHISE CORPORATION**, a Florida corporation. He is personally known to me or has produced Florida Driver's License as identification.



Notary Public - State of Florida  
My Commission Expires:



**Anna I. Garcia**  
Commission # DD415587  
Expires June 3, 2009  
Bonded Troy Felt - Insurance, Inc. 800-365-7019