

Division of Corporations

Page 1 of 1

Florida Department of State
Division of Corporations
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Account Name : AGI REGISTERED AGENTS, INC.
Account Number : I20000000205
Phone : (305) 416-6800
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COR AMND/RESTATE/CORRECT OR O/D RESIGN**INSPower NETWORKS, INC.**

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Corporate Filing Menu

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H07000300920 3

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

**INPOWER NETWORKS, INC.
a Florida corporation**

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned, being the Director of **INPOWER NETWORKS, INC.**, a Florida corporation (the "Corporation"), hereby certifies that effective as of November 12, 2007, the Articles of Incorporation of the Corporation are modified and amended by these Articles of Amendment (the "Amendment") as follows:

1. Article I of the Articles of Incorporation is hereby deleted in its entirety and replaced with the following:

ARTICLE I

NAME

The name of the Corporation shall be **Startups.Com Network, Inc.**, a Florida corporation (the "Corporation").

PRINCIPAL ADDRESS

The principal address of the Corporation is **325 South Biscayne Blvd., Suite 1023, Miami, Florida 33131.**

The mailing address of the Corporation is **325 South Biscayne Blvd., Suite 1023, Miami, Florida 33131.**

2. Article IX of the Articles of Incorporation is hereby revised as follows:

ARTICLE IX

DIRECTORS

The name and address of the persons who are to serve as members of the Board of Directors are modified to provide that, effective as of November 12, 2007, the names and street addresses of the Directors of the Corporation shall be as follows:

H07000300920 3

H07000300920 3

<u>Name</u>	<u>Address</u>	<u>Title</u>
Gonzalo Arzuaga	325 South Biscayne Blvd. Suite 1023 Miami, Florida 33131	Director
Matias de Tezanos	325 South Biscayne Blvd. Suite 1023 Miami, Florida 33131	Director

The names and addresses of the persons who are to hold the position/office designated beside his or her name is hereby modified to provide that effective as of November 12, 2007 the names and street addresses of the Officer(s) of the Corporation shall be as follows:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Matias de Tezanos	325 South Biscayne Blvd. Suite 1023 Miami, Florida 33131	President

3. This amendment was adopted by the Board of Directors without Shareholder action and Shareholder action was not required.

4. In all other regards, all of the articles, terms and conditions of the Articles of Incorporation of the Corporation not modified by this Amendment are hereby ratified and confirmed and shall remain in full force and effect. In the event of a conflict between the articles, terms and conditions of this Amendment and the Articles of Incorporation of the Corporation, the terms of this Amendment shall control. This Amendment shall be binding upon all of the Shareholders, Directors and Officers of the Corporation and their respective legal representatives, heirs, successors and assigns.

IN WITNESS WHEREOF, the undersigned, being a Director of the Corporation, has hereunto set his hands and affixed the Corporation's seal this 17 day of December, 2007.



By: Gonzalo Arzuaga, Director

[Corporate Seal]

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H07000300920 3