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ARTICLES OF AMENDEDMENT

OF

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRONET NUMBER ONE COMPANY

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment adopted:

ARTICLE 1 - NAME

Whereas, the name of the corporation has been:

PRONET NUMBER ONE COMPANY

Whereas, it has been decided that the name of this corporation needs to be changed.

Effective immediately, upon filing of these articles of amendment, the name of this corporation is hereby changed to be **SPIDER'S HOLDINGS CORP.**

SECOND: The date of this amendment's adoption: November 23, 2005

THIRD: Adoption of Amendment

Signature:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Hector Lugo

Chairman Title