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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
GLOBALONE FINANCIAL, INC.
FOR
DESIGNATION OF RIGHTS, PREFERENCES, PRIVILEGES
AND RESTRICTIONS OF PARTICIPATING CONVERTIBLE
PREFERRED STOCK

Pursuant to the provisions of Sections 607.0602 and 607.1006 of the Florida Business Corporation Act ("FBCA"), GlobalOne Financial, Inc (the "Company"), a corporation organized and existing under the FBCA, hereby adopts the following Articles of Amendment to its Articles of Incorporation. The amendment was adopted by unanimous written consent of the sole director and shareholder on September 29, 2009.

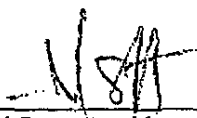
FIRST: Designation of Participating Convertible Preferred Stock

Of the 5,000,000 shares of Preferred Stock, par value \$.01, authorized pursuant to Article VI of the Company's Articles of Incorporation, 2,000,000 of such shares are hereby designated as the Participating Convertible Preferred Stock (the "Preferred Shares").

The rights, preferences, privileges and restrictions of the Preferred Shares authorized hereunder are as set forth on Exhibit A hereto.

IN WITNESS WHEREOF, these Articles of Amendment to Articles of Incorporation have been executed by the undersigned duly authorized officer of the Company as of the 29 day of September, 2009.

GLOBALONE FINANCIAL,
INC.

By: 
Michael Scott, President

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**EXHIBIT A
TO
DESIGNATION OF RIGHTS, PREFERENCES, PRIVILEGES
AND RESTRICTIONS OF PARTICIPATING
CONVERTIBLE PREFERRED STOCK**

Section 1. Designation Amount and Par Value.

The series of preferred stock shall be designated as Participating Convertible Preferred Stock, par value \$.01 ("Preferred Shares") and the number of shares so designated shall be 2,000,000, which number may be increased by the board of directors of GlobalOne Financial, Inc. (the "Company"), in its sole discretion.

Section 2. Dividends.

(a) Holders of Preferred Shares (each a "Holder" and collectively the "Holder's") shall be entitled to receive, when and as declared by the board of directors of the Company, out of funds legally available therefor, and the Company shall pay, cumulative quarterly dividends, which shall accrue commencing upon issuance for Preferred Shares subscribed for on or before October 15, 2009 and commencing sixty (60) days after issuance for Preferred Shares subscribed for thereafter, at the rate per Preferred Share equal to .000005% of gross revenues generated by the Company from the marketing of financial software products. Dividends will be payable each January 15, April 15, July 15, and October 15 to Holders of record as of the last day of the preceding calendar quarter with respect to revenues generated during such calendar quarter, subject to being declared by the Company's board of directors from funds legally available for the payment of dividends. Dividends on the Preferred Shares shall be deemed to accrue whether or not earned or declared and whether or not there are profits, surplus or other funds of the Company legally available for the payment of dividends. If at any time the Company pays less than the total amount of dividends then accrued on account of the Preferred Shares, such payment shall be distributed ratably among the Holders based upon the number of Preferred Shares held by each Holder.

(b) Holders who have elected to receive dividends in whole or in part in shares of the Company's common stock, par value \$.01 ("Common Shares"), shall receive such Common Shares based on a value of \$1.00 per Common Share (the "Dividend Value"). The Dividend Value shall be subject to adjustment for those transactions described in Section 5.

Section 3. Voting Rights.

Except as otherwise provide herein and as otherwise required by law, the Preferred Shares shall have no voting rights. However, so long as any Preferred Shares are outstanding, the Company shall not and shall cause its subsidiaries not to, without the affirmative vote of the Holders of all of the Preferred Shares then outstanding (a) alter or change adversely the rights, preferences, privileges or restrictions given to the Preferred

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Shares; (b) authorize or create any class of stock ranking as to dividends or distribution of assets upon a Liquidation (as defined in Section 4) senior to the Preferred Shares; (c) amend its Articles of Incorporation, bylaws or other charter documents so as to affect adversely and rights of any Holders; or (d) enter into any agreement with respect to the foregoing.

Section 4. Liquidation.

Upon any liquidation, dissolution or winding-up of the Company, whether voluntary or involuntary (a "Liquidation"), the Holders shall be entitled to receive out of the assets of the Company, whether such assets are capital or surplus, for each Preferred Share an amount equal to \$1.00 per Preferred Share plus all accrued but unpaid dividends whether declared or not (which shall be payable entirely in cash), before any distribution or payment shall be made to the holders of any other junior series or class of capital stock of the Company, and if the assets of the Company shall be insufficient to pay in full such amounts, then the entire assets to be distributed to the Holders shall be distributed among the Holders ratable in accordance with the respective amounts that would be payable on such shares if all amounts payable thereon were paid in full. A sale, conveyance or disposition of all or substantially all of the assets of the Company or the effectuation by the Company of a transaction or series of related transactions in which more than thirty-three percent (33%) of the voting power of the Company is disposed of, or a consolidation or merger of the Company with or into any other company or companies shall not be treated as a Liquidation, but instead shall be subject to the provisions of Section 5. The Company shall mail written notice of any such Liquidation, not less than forty-five (45) days prior to the payment date stated therein, to each Holder.

Section 5. Conversion.

(a) Subject to the provisions in this Section 5, all outstanding Preferred Shares shall automatically convert into Common Shares on a share-for-share basis (the "Conversion Rate"), subject to adjustment as hereinafter provided in this Section 5, on the earlier to occur of (i) three (3) years from the date of issuance or (ii) Common Shares becoming subject to the reporting requirements of Section 13 of 15(d) of the Securities Exchange Act of 1934, as amended (the "Conversion Date").

(b) Not later than five (5) business days after the Conversion Date, the Company will deliver to the Holders (i) a certificate or certificates evidencing the number of Common Shares being issued upon the conversion of Preferred Shares and (ii) a check in the amount accrued and unpaid dividends on Preferred Shares, provided, however, that the Company shall not be obligated to issue certificates evidencing the Common Shares being issued upon conversion of any Preferred Share until certificates evidencing such Preferred Shares are either delivered for conversion to the Company or any transfer agent for Preferred Shares or Common Shares or the Holder of such Preferred Shares notifies the Company that such certificates have been lost, stolen or destroyed and provides a bond (or other adequate security) reasonably satisfactory to the Company to indemnify the Company from any loss incurred by it in connection therewith.

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(c) If the Company, at any time while Preferred Shares are outstanding shall pay a stock dividend or otherwise make a distribution or distributions on any Common Shares; (ii) subdivide outstanding Common Shares into a larger number of Common Shares; (iii) combine outstanding Common Shares into a smaller number of Common Shares; or (iv) issue by reclassification of Common Shares any shares of capital stock of the Company, the Dividend Value and Conversion Rate shall each be multiplied by a fraction of which the numerator shall be the number of Common Shares outstanding before such event and of which the denominator shall be the number of Common Shares outstanding after such event. Any adjustment made pursuant to this Section 5(c) shall become effective immediately after the record date for the determination of shareholders entitled to receive such dividend or distribution and shall become effective immediately after the effective date in the case of a subdivision, combination or reclassification.

(d) In case of any reclassification of Common Shares or any compulsory share exchange pursuant to which Common Shares are converted into other securities, cash or property, the Holders of Preferred Shares shall have the right thereafter to convert their Preferred Shares only into the shares of stock and other securities, cash and property receivable upon or deemed to be held by holders of Common Shares following such reclassification or share exchange, and the Holders of Preferred Shares shall be entitled upon such event to receive such amount of securities, cash or property as a holder of the number of Preferred Shares of the Company into which such shares of Preferred Shares could have been converted immediately prior to such reclassification or share exchange would have been entitled. This provision shall similarly apply to successive reclassifications or share exchanges.

(e) The Company will not, by amendment of its Articles of Incorporation or through any reorganization, transfer assets, consolidation, merger, dissolution, issue or sale of securities or any other voluntary action, avoid or seek to avoid the observance or performance of any of the terms to be observed or performed hereunder by the corporation, but will at all times in good faith assist in the carrying out of all the provisions of this Section 5 and in the taking of all such action as may be necessary or appropriate in order to protect the conversion rights of the Holders of Preferred Shares against impairment.

(f) In the event of any taking by the Company of a record of the holders of any class of securities for the purpose of determining the holders thereof who are entitled to received any dividend or other distribution, any security or right convertible into or entitling the holder thereof to receive Common Shares or any right to subscribe for, purchase or otherwise acquire any shares of stock of any class or any other securities or property, or to receive any other right, the Company shall mail to each Holder of Preferred Shares at least ten (10) days prior to the date specified therein a notice specifying the date on which any such record is to be taken for the purpose of such dividend, distribution, security or right, and the amount and character of such dividend, distribution, security or right.

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(g) The Company shall pay any and all issue and other taxes that may be payable in respect of any issue or delivery of shares of Common Shares in payment of dividends on or upon conversion of Preferred Shares; provided, however, that the Company shall not be obligated to pay any transfer taxes resulting from any transfer requested by any Holder in connection with any such payment or conversion.

(h) The Company shall at all times reserve and keep available out of its authorized but unissued Common Shares, solely for the purpose of effecting the payment of dividends on and conversion of Preferred Shares, such number of its Common Shares as shall from time to time be sufficient to effect the payment of dividends on and conversion of all Preferred Shares; and if at any time the number of authorized but unissued Common Shares shall not be sufficient to effect the payment of dividends on or conversion of Preferred Shares, the Company will take such corporate action as may be necessary to increase its authorized but unissued Common Shares to such number of Common Shares as shall be sufficient for such purposes.

(i) No fractional Common Share shall be issued in payment of a dividend on or upon the conversion or exchange of any Preferred Shares. All Common Shares (including fractions thereof) issuable in payment of a dividend on or upon conversion of a Holder's Preferred Shares shall be aggregated for purposes of determining whether the conversion or exchange would result in the issuance of any fractional share. If, after the aforementioned aggregation, the payment, conversion or exchange would result in the issuance of a fraction of a Common Share, the Company, in lieu of issuing any fractional Common Share, shall round each fractional share to the nearest whole Common Share.

(j) Any notice required by the provisions of this Section 5 given to the Holders of Preferred Shares shall be deemed given upon confirmed transmission by facsimile or telecopy or upon deposit in the United States mail, postage prepaid, and addressed to each Holder of record at the Holder's address appearing on the books of the Company.