

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

P94000058890

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 10-25-99

900003023329--1
-10/25/99--01039--004
*****43.75 *****43.75

REF. #: 204.8808

CORP. NAME: Vitalcast.com, Inc

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: _____ | | |

STATE FEES PREPAID WITH CHECK# 3584 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials _____

FILED
99 OCT 25 PM 12:38
STATE OF FLORIDA
TALLAHASSEE, FLORIDA
RECEIVED
99 OCT 25 AM 10:18
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
VITALCAST.COM, INC.**

FILED
99 OCT 25 PM 12:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VitalCast.com, inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on August 8, 1994 and amended on March 8, 1999, April 14, 1999 and October 13, 1999.

2. This amendment to the Articles of Incorporation was approved by the board of directors of the Corporation on June 17, 1999. This amendment to the Articles of Incorporation was approved by the shareholders of the Corporation on August 1, 1999. The number of votes cast for the amendment by the shareholders was sufficient for approval. The holders of Series A Preferred Stock were entitled to vote as a separate voting group. The number of votes cast for the amendment by the Series A Preferred shareholders was sufficient for approval.

3. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, Article 3 of the Articles of Incorporation of the Corporation shall be amended by substituting the number 17,500,000 for the number 18,800,000 in paragraph (A) thereof.

IN WITNESS WHEREOF, VitalCast.com, inc. has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President this 22nd day of October, 1999.

VitalCast.com, inc.

By: 

K.C. Craichy, President

vitalcast/docs/articles of amendment undesignated preferred