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PROFESSIONAL INVESTMENT MANAGEMENT, INC.
301 South Missouri Avenue, Second Floor
Clearwater, Florida 33756
(727) 446-6660
Facsimile (727) 441-8880

November 24, 1999

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*****53.50 *****53.50

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: *Articles of Amendment to Articles of Incorporation of Professional Investment Management, Inc.*

To Whom It May Concern:

Enclosed please find Professional Investment Management, Inc.'s Articles of Amendments to Articles of Incorporation, a copy and a check in the amount of Fifty Three and 50/100 dollars (\$53.50) for the filing fee, a certified copy of the amendment, and a certificate of status. Should you have any questions regarding this or any other matter, please contact me at the telephone number above. Thank you for your assistance.

Sincerely,



Richard B. Levin
General Counsel*
Professional Investment Management, Inc.
and NexTrade, Inc.

FILED
99 DEC 13 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Richard Levin GAVE

AUTHORIZATION BY PHONE TO
CORRECT to print title
DATE 12-17-99
DOC EXAM. Anna Chernus

* Licensed in Colorado, but not a member of the Florida Bar.

cc 12/17
none

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Professional Investment Management, Inc.
301 South Missouri Avenue, Second Floor
Clearwater, Florida 33756
(727) 446-6660
Facsimile (727) 441-8880
E-mail: Richard_B_Levin@yahoo.com

Via Certified Mail

September 16, 1999

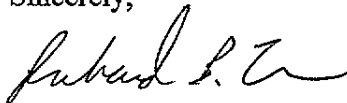
Doug Spitler
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: *Articles of Amendment to Articles of Incorporation of Professional
Investment Management, Inc.*

Dear Mr. Spitler:

Professional Investment Management, Inc. (PIM) the parent company of NexTrade, Inc. (NexTrade) and the owner of the trademark "NexTrade" respectfully asks that the Florida Department of State, Division of Corporations file the attached Articles of Amendment to Articles of Incorporation for Professional Investment Management, Inc. Should you have any questions regarding this or any other matter, please contact me at the telephone number above. Thank you for your assistance.

Sincerely,



Richard B. Levin
General Counsel*
Professional Investment Management, Inc.,
and NexTrade, Inc.

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF PROFESSIONAL INVESTMENT MANAGEMENT, INC.**

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

FIRST: Amendment adopted:

Professional Investment Management, Inc., officially changes its name to "NexTrade Holdings, Inc."

SECOND: The date of the amendment's adoption:

November 13, 1999.

THIRD: Adoption of Amendment(s):

The amendment was adopted by the shareholders of Professional Investment Management, Inc., at the November 13, 1999 shareholder meeting.

Signed this 24th day of November, 1999.

Signature 
President - Professional Investment Management, Inc.

John M. Schabile
President

99 DEC 13 PM 3: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED