

P95000010999

NEXTRADE HOLDINGS, INC.

301 South Missouri Avenue
Tallahassee, Florida 32314
Tel: (904) 498-6000
Fax: (904) 498-6000

Via Certified Mail

April 20, 2000

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

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-05/04/00--01043--013
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation of NexTrade Holdings, Inc.

To Whom It May Concern:

Enclosed please find NexTrade Holdings, Inc.'s Articles of Amendments to Articles of Incorporation, a copy and a check in the amount of Forty-three and 75/100 dollars (43.75) for the filing fee and a certified copy of the amendment. 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*
NexTrade Holdings, Inc.
and NexTrade, Inc.

Amend
5-16-00
RBL

FILED
00 MAY -3 PM 3:35
DIVISION OF STATE
TALLAHASSEE, FLORIDA

47

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

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF NEXTRADE HOLDINGS, INC.**

FILED
00 MAY -3 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 (FOURTH ARTICLE)

Pursuant to a division of shares, NexTrade Holdings, Inc. is officially authorized to issue 54,000,000 shares of Common Stock, with a par value of \$0.01 per share, and 6,000,000 shares of Preferred Stock, with a par value of \$1.00 per share. The Common Stock shall consist of two series, "Class A Common Stock" consisting of 50,000,00 shares, and "Class B Common Stock" consisting of 4,000,000 shares.

SECOND: The date of the amendment's adoption:

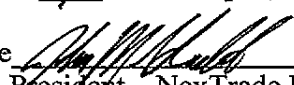
March 15, 2000.

THIRD: The amendment to the articles of incorporation does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the division exceeding the percentage of authorized shares that were unissued before the division.

FOURTH: Adoption of Amendment(s):

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required pursuant to the provisions of section 607.10025, Florida Statutes.

Signed this 19 date of April, 2000.

Signature 
President - NexTrade Holdings, Inc.

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