

P95000092644



ACCOUNT NO. : 072100000032

REFERENCE : 846833 126795A

AUTHORIZATION :

COST LIMIT : ~~\$35.00~~ Pre Paid

FILED
98 JUN -8 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 8, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 846833-005

CUSTOMER NO: 126795A

600002550616--7

-06/08/98--01027--016

*****35.00 *****35.00

CUSTOMER: Evan R. Marbin, Esq
Evan R. Marbin & Associates,
Penthouse 104
48 East Flagler Street
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: RED LIPS SOFTWARE, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

N.C.
6-8-98
CC

RECEIVED
98 JUN -8 AM 10:34
DIVISION OF CORPORATION

CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION OF
RED LIPS SOFTWARE, INC.

We, the undersigned, President and Secretary, respectively, of RED LIPS SOFTWARE, INC., a corporation organized under the laws of the State of Florida, hereby certify as follows:

1. The original name of the corporation as it appears on the Certificate of Incorporation filed with the Secretary of the State of Florida was RED LIPS SOFTWARE, INC.

2. That at a special meeting of the board of directors of said corporation held on the 5th of June, 1998, the board of directors unanimously resolved that the amendment to the Certificate of Incorporation as contained herein, be presented to the stockholders of the corporation for their action.

3. That at a special meeting of the stockholders of said corporation held on the 5th of June, 1998, the stockholders of the corporation unanimously approved the proposed Amendment to the Certificate of Incorporation contained herein.

4. The recommended resolution of the board of directors, the same being the Amendment approved by the stockholders of said corporation, is as follows:

RESOLVED, that the corporation's name, RED LIPS SOFTWARE, INC, will be changed to **PAXIAM CORPORATION** and that said name be used by the corporation as its corporate name, subsequent to its filing in the office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the said corporation has caused its corporate seal to be affixed hereto, and the certificate to be signed and executed by CLAUDE JOSEPH, as President, and HERNANDO SIERRA, as Secretary, this 5th day of June, 1998.

BY: _____

CLAUDE JOSEPH, President

ATTEST: _____

HERNANDO SIERRA, Secretary

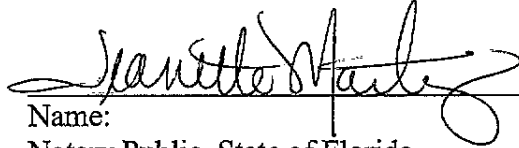
STATE OF FLORIDA)
COUNTY OF DADE)

FILED
98 JUN -8 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY, that on this day, before me, an officer authorized in the State and County aforesaid to take acknowledgements, personally appeared CLAUDE JOSEPH, as President

of RED LIPS SOFTWARE, INC., a Florida corporation, and that he ~~has produced~~
is personally known ~~as identification~~ and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 5th day
of June, 1998.

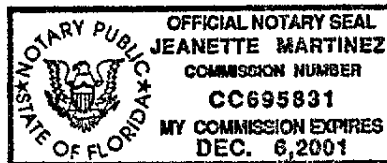


Name:

Notary Public, State of Florida

Commission No.:

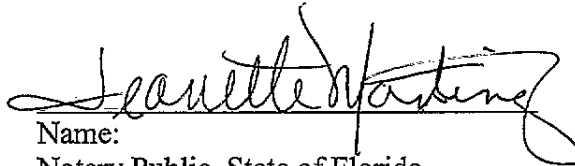
My Commission Expires:



STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY, that on this day, before me, an officer authorized in the State and
County aforesaid to take acknowledgements, personally appeared HERNANDO SIERRA, as
Secretary of RED LIPS SOFTWARE, INC., a Florida corporation, and that he has produced
FL Driver's License #S600-3204-003-0 as identification and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 5th day
of June, 1998.



Name:

Notary Public, State of Florida

Commission No.:

My Commission Expires:

