APEX VIDEO LABS, INC.

VIDEO TAPE DUPLICATION - CUSTOM LOADED VIDEO CASSETTES - CUSTOM LOADED AUDIO CASSETTES STANDARDS CONVERSIONS - PACKAGING - FULFILLMENT - VIDEO ACCESSORIES

P96000010320

March 15, 1999

Florida Department of State Division of Corporations Tallahassee, Fl

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600002816986--4 -03/23/99--01107--007 ******87.50 ******43.75

Attn: Amendment Section

Re: APEX VIDEO LABS, INC.

We are submitting herewith amendments to the above mentioned corporation.

We are also enclosing our check amounting to \$87.50, being \$35 for the articles of amendment and \$52.50 for one certified copy of the amendment.

Thank you.

APEX VIDEO LABS, INC.

Robert A. Pileggi

President

Encls.

99 APR -8 PM 1: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

hoy

APR 8 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 26, 1999

ROBERT A. PILEGGI APEX VIDEO LABS, INC. 1854 N.W. 21ST STREET MIAMI, FL 33142

SUBJECT: APEX VIDEO LABS, INC.

Ref. Number: P96000010320

We have received your document for APEX VIDEO LABS, INC. and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document you submitted has been prepared pursuant to nonprofit statutes (chapter 617, Florida Statutes). As the entity was originally filed as a corporation for profit, this document should be filed pursuant to chapter 607, Florida Statutes. Enclosed is the correct form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Letter Number: 299A00015367

Thelma Lewis Corporate Specialist Supervisor

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



APEX VIDEO LABS, INC.

(present name)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 - NAME

The new name of the corporation shall be: APEXTRADE.COM, INC.

ARTICLE 4 - AUTHORIZED SHARES AND PAR VALUE

The aggregate number of shares which the corporation has authority to issue is 200,000 and the par value of such shares is \$4.00 per share, amounting in the aggregate to \$800,000; capital increases from \$5,000 to \$800,000.

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the stock record of the corporation.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The	e date of each amendment's adoption: March 15th, 1999
FOURT	H: A	adoption of Amendment(s) (CHECK ONE)
1		The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient
		for approval byv"
		voting group
	M	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Sig	ened this 15th day of March , 1999
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(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
		OR
(By a director if adopted by the directors)		
		OR
		(By an incorporator if adopted by the incorporators)
		DODERS & BILECCI
		ROBERT A. PILEGGI Typed or printed name
		•
		PRESIDENT Director
		Title \