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July 1, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-07/05/02--01090--011
*****35.00 *****35.00

ATTENTION: Amendments

Re: Connect.ad of South Florida, Inc.

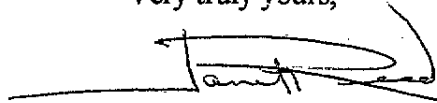
Dear Sir/Madam:

Enclosed are the original and one copy of the Certificate of Amendment of the Articles of Incorporation ("Certificate") for the above referenced company for filing with corporate records.

Also enclosed is a check in the amount of \$35.00 in payment of the filing fee. Please return a stamped copy of the Certificate to the address noted above.

Should you have any questions please contact the undersigned. Thank you for your attention to this matter.

Very truly yours,



Janet Reed
Paralegal

Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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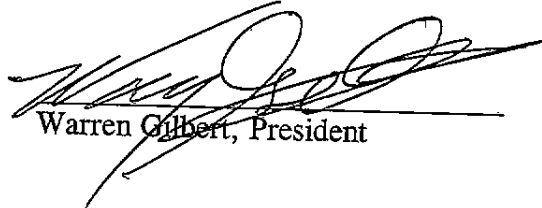
**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF CONNECT.AD OF SOUTH FLORIDA, INC.**

Connect.ad of South Florida, Inc., a Florida corporation (the "Corporation"), through its undersigned President hereby files these Articles of Amendment, as follows:

1. Article I of the Articles of Incorporation of the Corporation be and it hereby is amended in its entirety, as follows:

ARTICLE I. The name of this Corporation shall be
Agenesis Corporation.

2. The foregoing amendment was adopted by the unanimous written consent of the shareholders representing a majority of the issued shares of the Corporation on the 2 day of July, 2002, to become effective upon filing the foregoing amendment with the Secretary of State for the State of Florida.


Warren Gilbert, President

Dated this 2 day of July, 2002.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA