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VENTURE LAW CORPORATION

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FILED
98 JUL 22 AM 8:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
July 21, 1998

Department of State
Division of Corporations
409 E. Gains Street
Tallahassee, FL 32299

Dear Sir/Madam:

400002595424--5

-07/22/98--01061--007
*****96.25 *****96.25

Re: Placer Technologies, Inc.

Please accept for filing the enclosed articles of amendment to articles of incorporation of Placer Technologies, Inc. which is changing its name to Xin Net Corp. We have enclosed a check for \$96.25 for filing (\$35.00), for a certified copy (\$52.50), and for a certificate of status showing the new name of the company (\$8.75). Please courier the certified copy and certificate of status to our office at the address above by Federal Express, our account number is 213-802-917.

Your for your assistance in this matter is greatly appreciated.

Yours sincerely,

VENTURE LAW CORPORATION



Thomas Braun
Legal Assistant

Encl.

VS JUL 23 1998

N/C

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

PLACER TECHNOLOGIES, INC.

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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 adopted:

Article I is hereby amended to read as follows:

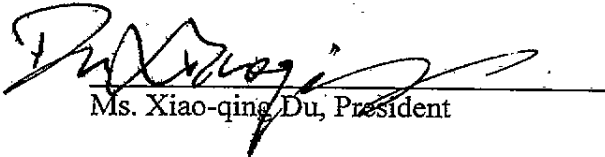
The name of this corporation is **Xin Net Corp.**

SECOND: There is no change to the capital of the corporation.

THIRD: This amendment was adopted on July 20, 1998.

FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 20th day of July, 1998.


Ms. Xiao-qing Du, President