

P9600007854

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
2001 JUN -7 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Smartplug, Inc.

100004375581--7

-06/07/01--01014--028

*****43.75 *****43.75

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ✓ ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ✓ ___ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

Amend N.C.

COULLETTE JUN 07 2001

Signature

Requested by:

Name SL Date 6/7/01 Time 10:36

Walk-In _____ Will Pick Up _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SMARTPLUG, INC.

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TALLAHASSEE, FLORIDA

1. The name of the corporation is SmartPlug, Inc. (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

"ARTICLE I. NAME"

The name of the Corporation shall be: FlashPoint, Inc."

"ARTICLE III. CAPITAL STOCK"

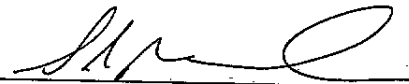
3. The aggregate number of shares of stock that this corporation is authorized to have outstanding at any one time is: fifty million (50,000,000) shares at \$.001 par value, consisting of a single class and series. Each share of common stock shall entitle the holder thereof to one (1) vote on each matter considered at any stockholders' meeting. Said shares shall be paid for in lawful money of the United States of America or in property, labor, or services rendered at a just valuation to be fixed by the Board of Directors, and said shares shall be fully paid and nonassessable. The shares of the corporation's stock that are outstanding on the date set forth below shall be split forward on a 3,500-for-1 basis effective on the date set forth below and the par value shall remain at \$.001 per share, and as a result of this amendment, the corporation shall have the authority to issue fifty million (50,000,000) shares at \$.001 par value consisting of a single class and series as set forth hereinabove, and the shares outstanding on the date set forth below shall be increased effective on the date set forth below from 2,000 to 7,000,000 and each such outstanding share shall remain at a par value of \$.001 per share."

4. This Amendment was recommended by the Board of Directors to the Corporation's shareholders on May 31, 2001.

5. This Amendment was unanimously approved by the holders of all of the Corporation's common stock, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, SmartPlug, Inc. has caused these Articles of Amendment to be executed on this 31st day of May 2001.

SmartPlug, Inc.

By: 
Stephen A. Michael, President