Division of Corporations

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Florida Department of State

Division of Corporations
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Fax Number : (850)922-4000

From:

Account Name : WESLEY M. ROBINSON, PROFESSIONAL ASSOCIATION

Account Number : 075512003036 Phone : (305)377-3352 Fax Number : (305)377-1422

BASIC AMENDMENT

CYBERCLOSEOUT.COM, INC.

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To:

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Fax Number : (850) 922-4000

Account Name : WESLEY M. ROBINSON, PROFESSIONAL ASSOCIATION

Account Number : 075512003036

Phone : (305)377-3352 Fax Number : (305)377-1422

BASIC AMENDMENT

CYBERCLOSEOUT.COM, INC.

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Wesley M. Robinson, Esq. 501 Brickell Key Drive, Suite 504 Mismi, Florida 33131 Telephone No.: (305) 377-3352 Bar No.: 339921

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF cybercloseout.com, inc.

Pursuant to Sections 607.1003 and 607.1006 of the Florida Statutes, cybercloseout.com, inc., a Florida corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is cybercloseout.com, inc.
- 2. Article I. is hereby amended to provide as follows:

ARTICLE I

The name of the Corporation is Dogwood Tree Capital Corp.

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3. The foregoing amendment was adopted by consent of action of the majority shareholder and sole Director on January 15, 1999. The number of votes cast by the shareholders was sufficient for approval.

Dated this 15th day of January, 1999.

cybercloseout.com, inc.

By:

Eric P. Littman, President

Wesley M. Robinson, Esq. 501 Brickell Key Drive, Suite 504 Miami, Florida 33131 Telephone No.: (305) 377-3352 Bar No.: 339921