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BASIC AMENDMENT

FRANKLIN ROSS, INC.

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**FLORIDA DEPARTMENT OF STATE**

Katherine Harris  
Secretary of State

May 6, 1999

FRANKLIN ROSS, INC.  
210 N. UNIVERSITY DR  
SUITE 705  
CORAL SPRINGS, FL 33071US

SUBJECT: FRANKLIN ROSS, INC.  
REF: P97000049958

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Darlene Connell  
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H990000082844

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
FRANKLIN ROSS, INC.**

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TALLAHASSEE, FLORIDA

Article I of the articles of incorporation of **FRANKLIN ROSS, INC.** was amended by the corporation's Shareholders on April 8, 1999. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.1006.

1. The name of the corporation is **FRANKLIN ROSS, INC.**
2. Article I of the articles of incorporation of **FRANKLIN ROSS, INC.** was amended as follows:

**FIRST:** Article I of the Amended Articles of Incorporation is hereby deleted and the following added:

**ARTICLE I**

*The name of the Corporation is: netREACH Capital Group, Inc.*

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on April 8, 1999 and by the holders of a majority of the shares entitled to vote on April 8, 1999 which constituted a sufficient number of votes for approval.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on April 8, 1999.

  
Mark Ross, Chairman

Prepared by:  
L. Van Stillman, Esq.  
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Boca Raton, Florida 33431  
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Fla. Bar Number 165520  
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