

PA7000050251

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BASIC AMENDMENT
NEXTBEND INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 26, 2002

NEXTEBEND INC.
1551 W BAY DRIVE
OPTICAL SHOP
LARGO, FL 33770

SUBJECT: NEXTEBEND INC.
REF: P97000050251

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Karen Gibson
Corporate Specialist

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NEXTBEND INC.
ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act, NEXTBEND INC., a Florida corporation (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is:

NEXTBEND INC.

SECOND: Article IV of the Corporation's Articles of Incorporation is amended in its entirety as follows:


ARTICLE IV – AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the Corporation is authorized to issue is Ten Million (10,000,000) and the par value of such shares is Ten Cents (\$0.10) per share.

THIRD: The foregoing amendment to the Corporation's Articles of Incorporation was adopted by the sole director and the sole shareholder of the Corporation on June 24, 2002. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment to Articles of Incorporation this 24th day of June, 2002.

NEXTBEND INC.



Tom Orr, President