P970000597/3

A PROFESSIONAL ASSOCIATION ATTORNEYS AT LAW 2236 ST. JOHNS AVENUE SUITE 100

ARNOLD D. TRITT, JR.* GREG T. FORHAN JACKSONVILLE, FLORIDA 32204

TELEPHONE 904/387-2744 FACSIMILE 904/387-2769

*ALSO MEMBER OF GEORGIA BAR

December 2, 1997

Secretary of State P.O. Box 6327 Tallahassee, FL 32314 900002362889--5 -12/04/97--01065--010 ******35.00 ******35.00

Re: Amendment to the Articles of Incorporation of Internet Trader, Inc.

Dear Sir/Madam:

Enclosed please find an original Amendment to the Articles of Incorporation of Internet Trader, Inc. together with our Firm check (#1598) in the amount of \$35.00.

Should you have any questions, please do not hesitate to call.

Very truly yours,

April L. Boyd

Legal Secretary

Enclosures

cc: File

B JAN 12 AM 11: 03

amera LFJ 1-15-98 *189,1092,615,541,611*



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

December 11, 1997

April L. Boyd % TRITT & ASSOCIATES 2236 St. Johns Avenue, Suite 100 Jacksonville, FL 32204

SUBJECT: INTERNET TRADER INC.

Ref. Number: P97000059713

We have received your document for INTERNET TRADER INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 897A00058379

TRITT & ASSOCIATES

A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
2236 ST. JOHNS AVENUE
SUITE 100

ARNOLD D. TRITT, JR.* GREG T. FORHAN MARK C. BRYAN

*ALSO MEMBER OF GEORGIA BAR

JACKSONVILLE, FLORIDA 32204

TELEPHONE 904/387-2744 FACSIMILE 904/387-2769

January 8, 1998

Ms. Louise Fleming-Jackson Corporate Specialist Supervisor Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Internet Trader Inc.

Ref. Number: P97000059713

Dear Ms. Jackson:

Enclosed are the corporate documents with the appropriate changes per your request in your letter dated December 11, 1997. You will note that the <u>Statement of Change of Registered Office or Registered Agent or both for Corporations</u> has been signed by Brian E. Margettes in his Vice President capacity. Please be advised that there have been recent corporate changes and Mr. Margettes is no longer the President of the corporation as he was when the Amendment to the Articles of Incorporation was signed on the 24th of November, 1997. He is still, however, a Director and Vice President of the company.

The change in corporate officers will be noted on the annual report of Internet Trader Inc. which this office will be filing shortly. If you have any questions or concerns in this matter, please do not hesitate to call.

Sincerely,

Greg T. Forhan

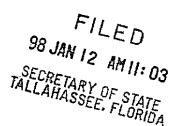
GTF/alb Enclosures

cc:

Mr. Brian Margettes Arnold D. Tritt, Jr., Esquire

File

AMENDMENT TO THE ARTICLES OF INCORPORATION OF INTERNET TRADER INC.



By Unanimous resolution of all of the Shareholders of Internet trader Inc., in accordance with Florida Statute 607.0704, the following amendments to the Articles of Incorporations of Internet trader, Inc. have been approved. These Amendments were adopted on 24 November, 1997.

The following articles shall be added:

XII. Shareholders shall have preemptive rights in all stock sold by the Company wether the stock be newly issued stock or treasury stock.

The following articles shall be amended to read as follows:

- X. The shareholders reserve the right to alter, amend, or repeal any provisions contained in these Articles of Incorporations upon the approval of a majority of all outstanding shares entitled to vote, whether or not those shares be present at the time the proposed amendment is voted on.
 - VI. the sole Registered agent of the company shall be:

ARNOLD D. TRITT, JR. 2236 St. Johns Ave. Suite 100 Jacksonville, Fl. 32204

THE ABOVE AMENDMENTS TO THE ARTICLES OF INCORPORATION HAVE BEEN APPROVED BY THE BELOW SIGNED SHAREHOLDERS IN ACCORDANCE WITH FLORIDA STATUTE 607.0704

Brian E. Margettes

Director/President

Chester C. Foreacre

Director/Vice-President

Robert L. Wood, Jr.

Director/Secretary

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of Section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1. The name of the corporation is: Internet Trader Inc.
- 1a. Date of Incorporation: July 9, 1997 Document Number: P97000059713
- 2. The name and address of the current registered agent and office:

David A. King, Attorney at law 1416 Kingsley Avenue Orange Park, FL 32073

3. The name and address of the new registered agent and office:

Arnold D. Tritt, Jr. 2236 St. Johns Avenue, Suite 100 Jacksonville, FL 32204



The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Signature Brian E. Margettes, Vice President

Date 1-6-98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature (Registered Agent)

Date 1/5/98