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March 5, 2001

VIA FEDERAL EXPRESS

Susan Payne, Analyst, Amendments Section
Department of State, Corporations Division
George Firestone Building
409 E. Gaines Street
Tallahassee, FL 32399

Re: Our File No. 01-20534
Sticky Web, Inc.

Dear Ms. Payne:

Pursuant to our telephone conversation on February 21, 2001, enclosed are the following:

1. Articles of Correction to the Articles of Merger of The Perfect Web Corporation and StrategicByte, Inc. into Sticky Web, Inc.; and
2. This firm's check in the amount of \$35 for the filing fee.

Please return a file-stamped copy to me using the enclosed envelope.

Do not hesitate to contact me should you have any questions concerning this filing.

Very truly yours,

Jill Seifer

Jill Seifer

*Amendment
to merger*

JS/bjp

Enclosures

*Doc. being modified to
be an Amendment
to Articles of merger -
OK per Jill*

S. PAYNE MAR 8 - 2001

FILED
01 MAR -7 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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AMENDMENT
TO THE ARTICLES OF MERGER
OF
THE PERFECT WEB CORPORATION AND STRATEGICBYTE, INC.
INTO
STICKY WEB, INC.

FILED
01 MAR -7 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. This amendment is filed to correct an incorrect statement in the Plan of Merger filed pursuant to Section Third of the Articles of Merger among Sticky Web, Inc., as the surviving corporation, and The Perfect Web Corporation and StrategicByte, Inc., the merged corporations, all of which are Florida corporations. The Articles of Merger and Plan of Merger were filed with the State of Florida on November 17, 2000.

2. Section Third of the Plan of Merger erroneously stated that 75% of The Perfect Web Corporation would merge with and into the surviving corporation and 25% of the total capital stock of the company would remain owned and managed by Thomas L. DiStefano III.

The Third section of the Plan of Merger is corrected to read in its entirety as follows:

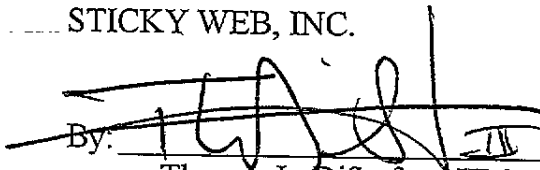
"Third: The terms and conditions of the Merger are as follows:

The Perfect Web Corporation and StrategicByte, Inc. will merge with and into Sticky Web, Inc., the surviving corporation, on the Effective Date, which shall be the date on which the Articles of Merger are filed by the Florida Secretary of State."

This correction to the Articles of Merger has been approved by the shareholders and the Board of Directors of Sticky Web, Inc. The votes cast by the shareholders and members of the Board for the amendment were sufficient for approval.

Dated: 2-27-01, 2001

STICKY WEB, INC.

By: 
Thomas L. DiStefano III, President

FILED
01 MAR -7 PM 11:14
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TALLAHASSEE, FLORIDA