

P98000005470

Kirkpatrick & Lockhart LLP

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00 JUL 14 PM 1:10

FILED

FLORIDA  
STATE

VIA FEDERAL EXPRESS

July 13, 2000

Secretary of State of Florida  
Corporations Division - Amendments  
409 East Gaines Street  
Tallahassee, FL 32399

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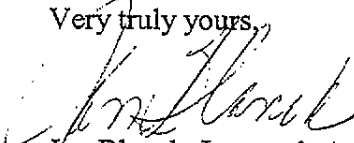
Re: West Palm Beach Technologies, Inc.

Ladies and Gentlemen:

Enclosed for filing with your offices are Articles of Amendment, in duplicate, to the Articles of Incorporation of West Palm Beach Technologies, Inc. and Articles of Dissolution for eActive, Inc. Also enclosed is our check in the amount of \$87.50 in payment of filing fees and a certified copy. Please forward the certified copy of the Amendment to me.

Thank you for your cooperation with this matter.

Very truly yours,



Jan Blanck, Lawyer's Assistant to  
Troy J. Rillo

NC  
8-4-00  
JRS

cc: Troy J. Rillo

## Kirkpatrick & Lockhart LLP

Miami Center- 20th Floor  
201 South Biscayne Blvd  
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August 3, 2000

Jan E. Blanck  
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Mr. Doug Spitler  
Secretary of State/Corporations Division  
409 E. Gaines Street  
Tallahassee, FL 32399

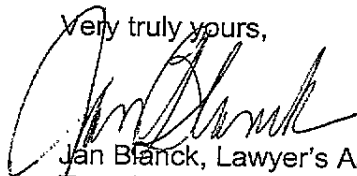
Re: eActive, Inc./West Palm Beach Technologies, Inc.

Dear Mr. Spitler

Pursuant to our telephone conversation, enclosed is the Affidavit you requested regarding the release of the name, eActive, Inc. for use by West Palm Beach Technologies, Inc. Please return the certified copy of the filings to me in the attached Federal Express envelope.

Thank you for your cooperation with this matter.

Very truly yours,



Jan Blanck, Lawyer's Assistant to  
Troy J. Rillo

Enclosures



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 28, 2000

KIRKPATRICK & LOCKHART LLP  
ATTN: JAN BLANCK  
201 SOUTH BISCAYNE BOULEVARD, 20TH FLOOR  
MIAMI, FL 33131-2399

SUBJECT: WEST PALM BEACH TECHNOLOGIES, INC.  
Ref. Number: P98000005470

We have received your document for WEST PALM BEACH TECHNOLOGIES, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved corporation or limited liability company. The name of a voluntarily dissolved Florida corporation or limited liability company is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, stating they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

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) 487-6957.

Doug Spitler  
Document Specialist

Letter Number: 100A00041268

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF WEST PALM BEACH TECHNOLOGIES, INC., A FLORIDA CORPORATION

In accordance with the terms of Section 607.1006 of the Florida Business Corporation Act, West Palm Beach Technologies, Inc., a Florida corporation, hereby adopts the following amendment to its Articles of Incorporation:

ARTICLE I  
NAME

The name of the Corporation is eActive, Inc.

In accordance with Section 607.1003 of the Act, the foregoing amendment to the Articles of Incorporation was adopted by majority written consent of the shareholders dated May 19, 2000, and therefore, the number of votes cast in favor of the amendment was sufficient for its approval.

West Palm Beach Technologies, Inc.,  
a Florida corporation

By: Date: May 24, 2000

**AFFIDAVIT**

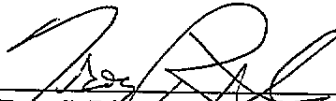
STATE OF FLORIDA       )  
                                  )  
COUNTY OF PALM BEACH   )

ss:

BEFORE ME, the undersigned authority, personally appeared Troy J. Rillo, Incorporator of eActive, Inc. (the "Corporation"), who certified as follows:

1. In accordance with the terms of Section 607.1405(4) of the Florida Business Corporation Act, the undersigned, on behalf the Corporation, hereby states that the Corporation intends to dissolve and consents to the immediate assumption of the name eActive, Inc. by West Palm Beach Technologies, Inc.
2. Articles of Amendment to the Articles of Organization of West Palm Beach Technologies, Inc. effecting the name change are attached.
3. The Corporation does not intend to reinstate the name eActive, Inc.
4. The Corporation has not elected officers or directors since its inception.

Date: August 3, 2000


  
Troy J. Rillo, Incorporator

The foregoing instrument was acknowledged before me this 3rd day of August, 2000, by Troy J. Rillo, Incorporator of eActive, Inc., on behalf of the Corporation, who is personally known to me ~~or has produced~~ \_\_\_\_\_, as identification and who did (did not) take an oath.

My commission expires:

NOTARY PUBLIC

  
(Signature of Notary Public)

  
(Printed Name of Notary Public)

STATE OF FLORIDA AT LARGE

(SEAL)

