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BASIC AMENDMENT
MULTICODE, INC.

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Amendment
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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MULTICODE, INC.**

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

1. Article I of the Corporation's Articles of Incorporation is deleted in its entirety and the following is substituted in its stead:

ARTICLE I - NAME

The name of the Corporation is Imigo Technologies, Inc.

2. Article 7 of the Corporation's Articles of Incorporation is hereby amended to read as follows:

ARTICLE 7 - CORPORATE CAPITALIZATION

Section 1. Authorized Capital Stock. The aggregate number of shares of all classes of capital stock which the Corporation shall have the authority to issue is 25,000,000, of which 20,000,000 shares shall be common stock, par value \$.001 per share (the "Common Stock"), and 5,000,000 shares shall be Preferred Stock, par value \$.001 per share (the "Preferred Stock").

Section 2. Preferred Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of shares of Preferred Stock in one or more series, and to determine the designations, preferences, limitations and relative or other rights of the Preferred Stock or any series thereof. For each series, the Board of Directors shall determine by resolution or resolutions adopted prior to the issuance of any shares thereof, the designations, preferences, limitations and relative or other rights thereof, including but not limited, to the following relative rights and preferences, as to which there may be variations among the different series:

(a) The rate and manner of payment of dividends, if any;

(b) Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;

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C.S.

- (c) The amount payable upon shares in the event of liquidation, dissolution or other winding-up of the Corporation;
- (d) Sinking funds provisions, if any, for the redemption or purchase of shares;
- (e) The terms and conditions, if any, on which shares may be converted or exchanged;
- (f) Voting rights, if any; and
- (g) Any other rights and preferences of such shares, to the full extent now or hereafter permitted by the laws of the State of Florida.

The Board of Directors shall have the authority to determine the number of shares that will comprise each series of Preferred Stock.

Prior to the issuance of any shares of a series, but after adoption by the Board of Directors of the resolution establishing such series, the appropriate Officers of the Corporation shall file such documents with the State of Florida as may be required by law.

3. Article 16 of the Corporation's Articles of Incorporation is hereby inserted and shall state as follows:

ARTICLE 16 - INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporations Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all persons whom it shall have power to indemnify under in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such person.

4. The foregoing amendments to the Corporation's Articles of Incorporation was duly authorized by the Corporation's Board of Directors on June 19, 2000, and pursuant to Section 607.1003 of the Florida Business Corporation Act the number of votes cast for the foregoing amendments by the holders of Common Stock was sufficient for approval by each such class.

5. In accordance with Section 607.0123 of the Florida Business Corporation Act, this amendment to the Corporation's Articles of Incorporation shall be effective immediately upon filing with the Florida Department of State.

The undersigned Chairman of the Board of Directors and President of the Corporation has executed these Articles of Amendment this 19th day of June, 2000.

MULTICODE, INC.

By: CSO
Carlos A. Sandoval
Chairman of the Board of Directors and
President