

P98000045234



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 150848 4300090

AUTHORIZATION

Patricia Pizeto

COST LIMIT : \$ 35.00 FILE SECOND

ORDER DATE : February 26, 1999

ORDER TIME : 9:44 AM

ORDER NO. : 150848-010

CUSTOMER NO: 4300090

100002790051--2

CUSTOMER: Mary A. Roma, Legal Assistant
Baer Marks & Upham LLP
805 Third Avenue, 19th Floor

New York, NY 10022

DOMESTIC AMENDMENT FILING

NAME: BID.COM USA INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
99 MAR -1 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAR -1 AM 10:42
DIVISION OF CORPORATIO

See 3/1

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

BID.COM USA INC.

BID.COM USA INC.

(present name)

FILED
99 MAR -1 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1 of the Articles of Incorporation of BID.COM USA INC., relating to the name and address of the corporation, is hereby amended to read as follows:

"The name of this corporation is Internet Liquidators USA, Inc.

The address of the principal office of this corporation shall be 2701 North Rock Point Drive, Suite 510, Tampa, Florida 33601, and the mailing address of the corporation shall be the same."

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: January 29, 1999.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____,"
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 29th day of January, 19 99.

Signature

Paul Godin
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Paul Godin
Typed or printed name

Chairman and Chief Executive Officer
Title