

Fulfillment Direct

We Put It All Together

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suite 12
delray beach, florida 33444
phone: 561.276.1976
fax: 561.276.3161
www.fulfillment-direct.com

P980000045766

May 4, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-07/03/00--01004--007
*****43.75 *****43.75

Attention: Amendment Section

Re: Articles of Amendment of Articles of Incorporation of Fulfillment Direct, Inc., a Florida Corporation

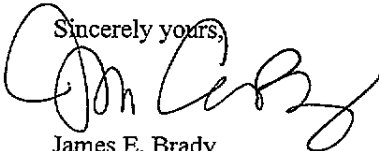
Dear Sir or Madam:

Attached please find Articles of Amendment for the above mentioned corporation and a check for \$43.75 which represents \$35.00 for the filing fee and \$8.75 for a certificate of status.

After filing please return the certificate of status to the undersigned's attention via the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact the undersigned. Thank you.

Sincerely yours,



James E. Brady
President

Enclosures

FILED
00 JUN 30 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend
*Cert of Sta
6-30-00
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FULFILLMENT DIRECT, INC.**

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

FIRST: Amendment adopted:

1. Article IV is amended in its entirety as follows:

ARTICLE IV

The aggregate number of all classes of stock which the Corporation has authority to issue is 30,000,000 shares, no par value.

SECOND: The date of the amendment is May 1, 2000.

THIRD: The amendment was approved by the shareholders. The number of votes cast were sufficient for approval.

Signed this 1st day of May, 2000.

By: 

JAMES E. BRADY, President

FILED
00 JUN 30 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA