

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 222-8800 • 1-800-342-8062 • Fax (850) 222-1222

**P98000046678**

*June Project II Corp.*

400003568294--3  
-01/23/01--01067--008  
\*\*\*\*\*280.00 \*\*\*\*\*35.00

Art of Inc. File	<i>Name Change Amend</i>	
LTD Partnership File		
Foreign Corp. File		
L.C. File		
Fictitious Name File		
Trade/Service Mark		
Merger File		
<input checked="" type="checkbox"/> Art. of Amend. File		
RA Resignation		
Dissolution / Withdrawal		
Annual Report / Reinstatement		
Cert. Copy		
<input checked="" type="checkbox"/> Photo Copy		
Certificate of Good Standing		
Certificate of Status		
Certificate of Fictitious Name		
Corp Record Search		
Officer Search		
Fictitious Search		
Fictitious Owner Search		
Vehicle Search		
Driving Record		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
Courier		

FILED  
01 JAN 23 PM 3:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
01 JAN 23 PM 2:15  
DIVISION OF CORPORATION

Signature \_\_\_\_\_

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Requested by: *AD* *1-23-01* *11:00*

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF AMENDMENT TO  
JUNE PROJECT II CORP.**

THE UNDERSIGNED, being the sole director and president of June Project II Corp., does hereby amend its Articles of Incorporation as follows:

**ARTICLE I  
NAME**

1. The name of this corporation shall be Domestic Applications Corp.

**ARTICLE IV  
SHARES**

4.1. The capital stock of this corporation shall consist of 50,000,000 shares of common stock, no par value and 5,000,000 shares of preferred stock.

4.2. Preferred Stock. The board of directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, including voting rights, if any, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof.

4.3. Other Powers of the Board of Directors With Respect to Shares.

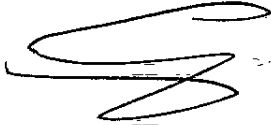
- (a) The board of directors may effectuate dividends payable in shares by issuance of shares of any class or series to holders of shares of any other class or series.
- (b) The board of directors may issue rights and options to acquire shares upon such terms as the board of directors shall determine.

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on January 18, 2001 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this

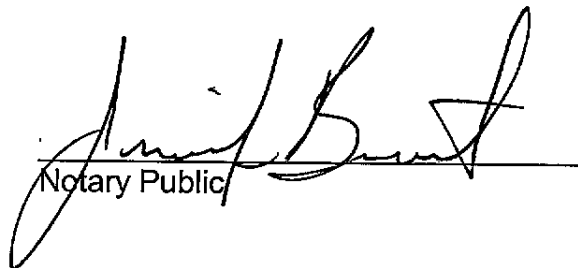
FILED  
JUN 23 PM 3:29  
TALLAHASSEE, FLORIDA

Amendment to Articles of Incorporation this on January 18, 2001.




Eric P. Littman, President and Sole Director

The foregoing instrument was acknowledged before me on January 18, 2001 by Eric P. Littman who is personally known to me.



Notary Public

My commission expires:

 Jennifer Barrueta  
My Commission CC893378  
Expires December 07, 2003