

AUG-28-2002 13:27

MINTMIRE & ASSOCIATES

561 832 5696 P. 01/04

198000052982

Florida Department of State
Division of Corporations
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Fax Number : (561)659-5371

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02 AUG 28 PM 1:26

DIVISION OF CORPORATIONS

BASIC AMENDMENT

BILLYWEB CORP.

FILED
02 AUG 28 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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08/20/2002 12:29 PM



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

August 28, 2002

BILLYWEB CORP. (2ND FAX)
265 SUNRISE AVE
STE 204
PLAM BEACH, FL 33480SUBJECT: BILLYWEB CORP.
REF: P98000052982

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THERE ARE 2 CORPORATE SUFFIXES IN THE NAME IN THE HEADING.

THE LETTERING IN ARTICLE I IS TOO SMALL AND CROWDED TOGETHER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Karen Gibson
Document SpecialistFAX Aud. #: H02000183641
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BILLYWEB CORP.**

FILED
02 AUG 28 PM 2:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607.1006, Florida Statutes, this 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 I. NAME:

The name of the corporation shall be changed from BILLYWEB CORP. to POSEIDIS, INC. The principal place of business of this corporation in Florida shall remain 222 Lakeview Avenue, Suite 160-217, West Palm Beach, FL 33401.

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:

n/a

THIRD: The date of each amendment's adoption: August 20, 2002.

FOURTH: Adoption of Amendment(s) check one:

 X 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 statements must be separately provided for each voting group entitled to vote separately on the amendment(s):

Mintmire & Associates
265 Sunrise Ave., Suite 204
Palm Beach, Florida 3348
(561) 832-5696
Florida Bar #402435

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MINTMIRE & ASSOCIATES

561 832 5696 P.04/04
12083/93/02 P.3

AUG-28-2002 16:29

MINTMIRE & ASSOCIATES

561 832 5696 P.03/03

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"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 20th day of August, 2002.

BY:

(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)

Louis Pardo

~~Frederic Richard~~

Typed or printed Name

President
Title

PRESIDENT

Mintmire & Associates
283 Summit Ave., Suite 204
Boca Raton, Florida 3348
(561) 832-5696
Mintmire FAX #402433

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TOTAL P.03