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THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 285773 6519A

AUTHORIZATION :

*Patricia Poyito*

COST LIMIT : \$ 35.00

99 FILED  
JUN 24 AM 11:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 24, 1999

ORDER TIME : 9:20 AM

ORDER NO. : 285773-005

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CUSTOMER NO: 6519A

CUSTOMER: Douglas Bowdoin, Esq  
Smith Mackinnon Greeley  
P. O. Box 2254

Orlando, FL 32802-2254

DOMESTIC AMENDMENT FILING

NAME: ONLINE NOTES, 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: Kim Clemons

EXAMINER'S INITIALS: \_\_\_\_\_

G. GOULLETTE JUN 24 1999

RECEIVED  
99 JUN 24 AM 9:56  
DEPARTMENT OF STATE  
DIVISION OF CORPORATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
ONLINE NOTES, INC.**

Online Notes, Inc., a Florida corporation, hereby amends its Articles of Incorporation and does hereby certify:

1. The name of this corporation is Online Notes, Inc.
2. Subpart 7.1 of Article 7 of the Articles of Incorporation is amended to read:

"7.1 The total number of shares of stock of all classes which this corporation shall have authority to issue is 1,000,000, all of which shall be common stock with a par value of \$.01 per share (hereinafter called "Common Stock").

"Each share of Common Stock outstanding at the time the Articles of Incorporation are amended to provide for the authorization to issue 1,000,000 shares of Common Stock (the "amendment date"), shall become 1,000 shares of Common Stock. Each holder of record of shares of Common Stock on the amendment date shall be provided with a certificate representing 1,000 shares of Common Stock in exchange for each share of Common Stock held by such holder on the amendment date and the certificates representing shares previously issued shall be canceled."

3. The aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 607.1003 of the Florida Business Corporation Act on May 10, 1999. The corporation has only one class of common stock. The aforesaid amendment was approved by a majority in interest of the holders of all of the corporation's outstanding capital stock shares on the 10<sup>th</sup> day of May, 1999. The number of votes cast in favor of the aforesaid amendment by the shareholders was sufficient for approval of such amendment by the shareholders.

4. Except as amended hereby, the original Articles of Incorporation shall remain the same.

IN WITNESS WHEREOF, the President of Online Notes, Inc., has signed these Articles of Amendment this 10<sup>th</sup> day of May, 1999.

ONLINE NOTES, INC.

By

  
Robert M. Sullivan, President

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