

P98000073627

Katz, Kutter, Haigler, et al
Requestor's Name

106 E. College Ave., Suite 1200
Address 850 224-0781

Tallahassee, FL 32301
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Whose To Go, Inc.
(Corporation Name)

(Document #)

(Corporation Name)

(Document #)

(Corporation Name)

(Document #)

(Corporation Name)

(Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

BoR

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
WHERE TO GO, INC.

FILED
00 MAY 31 PM 4:08
TALLAHASSEE, FLORIDA

Where To Go, Inc., a Florida corporation, hereby amends its Articles of Incorporation as follows:

1. Article III of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE III - CAPITAL STOCK

1. The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$.001 per share.

2. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive."

2. Each share of the corporation's common stock, \$1.00 par value, outstanding on the effective date of these Articles of Amendment shall, without any action on the part of the holder thereof, be converted into one share of common stock of the corporation, \$.001 par value per share.

3. The foregoing Amendment was adopted on May May 30, 2000, by the corporation's Board of Directors and was approved by the shareholders of the corporation by written consent pursuant to Section 607.0704 of the Florida Statutes. The number of votes cast by the shareholders for the Amendment was sufficient for approval by the shareholders.

4. Except as modified hereby, the Articles of Incorporation of the corporation shall remain in full force and effect.

Dated this 30 day of May, 2000.

WHERE TO GO, INC.

By: _____

Yvonne Michelle Levin, President