

P98000085737

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Virtual Motion Software

Development, Inc.

P98000085737

700003046867--5

-11/17/99-01038-001

*****35.00 *****35.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

✓ Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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

99 NOV 18 PM 1:29

RECEIVED

99 NOV 17 AM 10:03

Signature

Requested by:

LM

11/17

9:47 am

Name

Date

Time

Walk-In

Will Pick Up

ADR
11/19/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 17, 1999

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC.
Ref. Number: P98000085737

We have received your document for VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

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

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 599A00055237

Corrected.

[Signature]

RECEIVED
99 NOV 18 AM 10:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC.

RESOLVED that the Original Articles of Incorporation of VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC., whose Document Number is P98000085737,

SHALL BE AMENDED AS STATED BELOW.

RESOLVED that under ARTICLE VI, Registered Office and Registered Agent shall be 265 South Federal Highway, Number 355, Deerfield Beach, Florida 33441 and the name of the Registered Agent shall be Ruth Balsam.

RESOLVED that under ARTICLE VII, Board of Directors, the directors shall be Ruth Balsam and Loren Balsam.

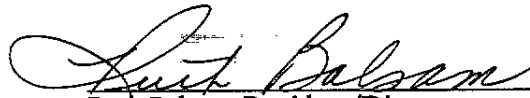
RESOLVED that under ARTICLE VIII, the name and address of the Company's officers shall be:

Ruth Balsam, President/Director
SS No.: 593-23-2283
5850 Camino Del Sol, Unite 306
Boca Raton, FL 33433

Loren Balsam, Director
47 Kirkland Boulevard
Toronto, ONTARIO
CANADA

VIRTUAL FAMILY PARTNERSHIP
265 South Federal Highway, Number 335
Deerfield Beach, FL 33441

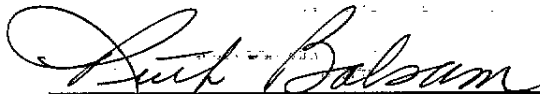
IN WITNESS WHEREOF, we have subscribed our name(s) this 15th day of November, 1999.



Ruth Balsam, President/Director
5850 Camino Del Sol, Unite 306
Boca Raton, FL 33433

I am familiar with and accept the duties and responsibilities as Registered Agent for the corporation VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC.

RUTH BALSAM

By: 

Ruth Balsam, President/Director

FILED
99 NOV 18 PM 1:29
SECRETARY OF STATE
TREASURY
FLORIDA