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Division of Corporations

001

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P98000093255

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NEXT SYSTEMS, INC.

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ARTICLES OF AMENDMENT
OF
NEXT SYSTEMS, INC.

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TALLAHASSEE, FLORIDA

002

The Articles of Incorporation of Next Systems, Inc. (the "Corporation"), a Florida corporation, formed effective November 1, 1998, and assigned document number P98000093255, are hereby amended as follows:


Article 1 of the Articles of Incorporation shall be stricken in its entirety and the following adopted in its place and stead:

1. Name. The name of the Corporation is:

Fusion Alliance Group, Inc.

The amendment was approved and adopted by written consent of the shareholder and directors of the Corporation on June 19, 2007. The number of votes cast for the amendment by the shareholder was sufficient for approval.

IN WITNESS WHEREOF, the President has executed these Articles of Amendment.


Mark J. Flannagan
Its President

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**STATEMENT BY THE MANAGING MEMBER
OF
FUSION ALLIANCE GROUP LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned is the Managing Member of Fusion Alliance Group LLC, a Florida limited liability company, which was duly formed in Florida effective April 1, 2007, and assigned document number L07000031191 (the "Company"). On behalf of the Company, the Managing Member has consented to the use of the name "Fusion Alliance Group, Inc." by Next Systems, Inc., a Florida corporation.

Dated this 19 day of June 2007.


Mark J. Flanagan
As its Managing Member