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

1. ADVENTURE COMPUTERS, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

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

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-08/16/00--01005--031  
\*\*\*\*\*50.00 \*\*\*\*\*43.75

Amend  
8-16-00  
RMS

Examiner's Initials

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

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Adventure Computers, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

( Present name )

Pursuant to the provisions 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 VII:** This article is being ammended by deleting one Director; Robert C. Hearden resigns as Director and Resident Agent of Adventure Computers, Inc. Upon motion duly made and approved by the shareholders, Joao T. Lins of 10200 S.W. 20 St. Miami, Fl. 33165 was elected President, Secretary, Treasurer and Resident Agent.

**Article VII:** This article is being ammended as follows; Robert C. Hearden Assigns ( 100 ) Shares of capital stock to Joao T. Lins.

Joao T. Lins now holds ( 100 ) shares of capital stock or 100 % of Adventure Computers, Inc..

**Article XII:** This article is being ammended by changing the name of the Resident Agent to Joao T. lins.

**Adventure Computers, Inc.**  
300 Biscayne Blvd. Way Suite 917  
Miami, Fl. 33131

**Second:** The date of each amendment's adoption:  
**August 8<sup>th</sup> , 2000**

**Third:** Adoption of Amendment (s) (check one)

**XXXX** The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not require.

( Continued )

( Continued )

The amendment (s) was/were adopted the board of directors without shareholder action and shareholder action was not require.

The amendments(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 statement must be separately provided for each voting group entitled to vote separatly on the amendment (s).)

The number of votes cast for the amendment (s) was/were sufficient for approval

by :

-----  
(voting group)

Sign this 8<sup>th</sup> day of August, 2000

-----  
By : *Robert C. Hearden*

( Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the  
shareholders )

**Robert C. Hearden**

-----  
( Typed or print name )

**Incorporator**

**Director**

-----  
( Title )

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of Process for the above stated corporation at the place designated in the Articles of Incorporation. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the petitions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
REGISTERED AGENT