

P98000094462

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**BASIC AMENDMENT
VIRTUAL FINANCIAL CORP.**

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Estimated Charge	\$43.75

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D. CONNELL JUN 24 1999

6/24/99 10:10 AM

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
VIRTUAL FINANCIAL CORP.**

FILED
99 JUN 24 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person competent to contract, does hereby make, subscribe and file these Articles of Amendment to the Articles of Incorporation of VIRTUAL FINANCIAL CORP., a Florida corporation pursuant to Section 607.1006 of the Florida Business Corporation Act:

1. The name of the corporation is VIRTUAL FINANCIAL CORP. (the "Company"), Document Number P98000094462.

2. The text of the amendment adopted jointly by the holders of a majority of the issued and outstanding voting securities of the Company as well as the Board of Directors on June 24, 1999 changing the name of the Company is as follows:

WHEREAS, the Board of Directors of the Company deem it appropriate to change the name of the Company from VIRTUAL FINANCIAL CORP. to VIRTACON CORPORATION to better reflect the current business and operations of the Company.

WHEREAS, the holders of a majority of the issued and outstanding voting securities of the Company, which such votes are sufficient for approval, hereby concurs with the recommendation of the Board of Directors regarding the appropriateness of a name change of the Company to VIRTACON CORPORATION.

NOW, THEREFORE, BE IT RESOLVED, that Article I, Corporate Name, of the Articles of Incorporation, as amended, of the Company be and hereby is amended as follows:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: VIRTACON CORPORATION

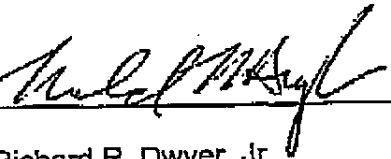
JAMES M. SCHNEIDER, ESQ. - FL BAR NO. 214338
Atlas, Pearlman, Trop & Borkson, P.A.
200 East Las Olas Boulevard, Suite 1900
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The foregoing amendment was duly adopted by written consent of the holders of a majority of the issued and outstanding voting securities of the Company, which such votes cast for the amendment by such shareholders were sufficient for approval, and the unanimous written consent of the Board of Directors on June 24, 1999.

IN WITNESS WHEREOF, these Articles of Amendment to the Articles of Incorporation have been executed on the 24th day of June, 1999.

VIRTUAL FINANCIAL CORP.

By: 

Richard R. Dwyer, Jr.
Director and Chief Executive Officer

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