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BASIC AMENDMENT  
CYBERCLOSEOUT.COM, INC.

SECRETARY OF STATE  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
cybercloseout.com, inc.**

Pursuant to Sections 607.1005 and 607.1006 of the Florida Statutes, cybercloseout.com, inc., a Florida corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is **cybercloseout.com, inc.**
- 2. Article I. is hereby amended to provide as follows:

**ARTICLE I**

The name of this corporation shall be:

valuetraders.com, inc.

- 3. Article III. is hereby amended to provide as follows:

**ARTICLE III**

It shall have the authority to issue 50,000,000 shares of stock, all of one class, with \$.001 par value.

- 4. Article X. is hereby amended to provide as follows:

**ARTICLE X**

Shareholders shall not be entitled to preemptive rights.

- 5. The foregoing amendment was adopted by the Sole Incorporator and Sole Director on January 7, 1999. Shareholder action was not required.

Dated this 7th day of January, 1999.

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cybercloseout.com, inc.

By: \_\_\_\_\_

  
Karen L. Varela, Sole Incorporator and Sole Director

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