

P98000104727

CAPITAL CONNECTION, INC.

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

Surroundbuy Corp

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99 JAN 14 PM 12:27
DIVISION OF CORPORATION

Signature Dee 4/5

Requested by: Cher 1.14 1117
Name Date Time

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Art of Inc. File 01/14/99--01086--012
LTD Partnership File *****35.00 *****35.00
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 _____

99 JAN 14 PM 12:39
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF AMENDMENT TO
SURROUNDBUY CORP.

THE UNDERSIGNED, being the president of SURROUNDBUY CORP, does hereby amend the Articles of Incorporation of SURROUNDBUY CORP. as follows

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99 JAN 14 AM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV
SHARES

The capital stock of this corporation shall consist of 50,000,000 shares of common stock, no par value.

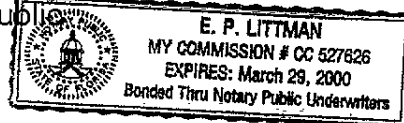
I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on January 13, 1999 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on January 13, 1999.

Alfonso Barreiro, Pres.
Alfonso Barreiro, President

The foregoing instrument was acknowledged before me on January 13, 1999 by Alfonso Barreiro, who is personally known to me.

Notary Public



My commission expires: