

P98000105060

CAPITAL CONNECTION, INC.

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

FILED
00 MAY -1- AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Marketwise Financial
Inc

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*****43.75 *****43.75

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ 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

Amend + N.C.
G. COULLIETTE MAY 1 2000

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED
00 APR 27 AM 11:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

4/29/00 10:46



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 27, 2000

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: MARKETWISE FINANCIAL, INC.
Ref. Number: P98000105060

We have received your document for MARKETWISE FINANCIAL, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding ~~directors, officers, and/or registered agent~~, unless these are the ~~individuals originally designated~~ at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 400A00023252

** not corrected*
corrected

RECEIVED
00 MAY -1 AM 10:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**AMENDED ARTICLES OF INCORPORATION
OF
MARKETWISE FINANCIAL, INC.**

FILED
00 MAY -1 AM 11:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being all the officers, all the directors and all the shareholders of Marketwise Financial, Inc. on this 3rd day of April, 2000, for the purpose of amending the existing Articles of Incorporation filed with the State of Florida, hereby unanimously adopt the following **Amended Articles of Incorporation**:

ARTICLE I. Corporate Name and Address

The name of this corporation shall be **MIND WISE COACHING, Inc.**, hereinafter referred to as Corporation. The principal office of the corporation is **15714 Gulf Blvd. Redington Beach, FL 33708**, and the mailing address of the corporation is **15714 Gulf Blvd. Redington Beach, FL 33708**.

ARTICLE II. Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE III. Duration

The duration of this Corporation is perpetual.

ARTICLE IV. Initial Registered Office and Agent

The street address of the Registered Office of the Corporation is **15714 Gulf Blvd. Redington Beach, FL 33708** and the name of its Registered Agent at that address is **Joann (Jodi) Martino**.

ARTICLE V. Directors

This Corporation shall have one (1) Director. The name and street address of the member of the Board of Directors is:

Joann (Jodi) Martino
15714 Gulf Blvd.
Redington Beach, FL 33708

ARTICLE VI. Officers

The name and address of the _____ officer of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, is:

Joann (Jodi) Martino President / Secretary
15714 Gulf Blvd.
Redington Beach, FL 33708

ARTICLE VII. Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII. Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

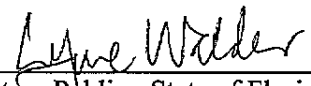
IN WITNESS WHEREOF, the undersigned has signed these Amended Articles of Incorporation this 3rd day of April, 2000.

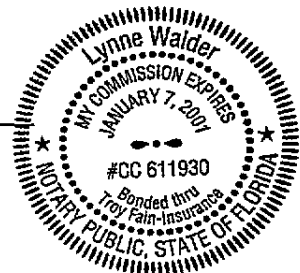

Joann (Jodi) Martino, Director, Officer and Shareholder

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me this 3rd day of April 2000,
by Joann Martino, personally known by me.

(SEAL)


Notary Public - State of Florida
My Commission expires:



ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

Dated this 31 day of April, 2000.

Joann Martino
Joann (Jodi) Martino, Registered Agent