

P99000029411

CQRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1473

FILED  
99 SEP 22 PM 1:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 9-22-99

700002993597--3  
-09/22/99--01045--004  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

REF. #: 0150.8346

CORP. NAME: Outonthenet. Com, Inc

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK           | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP              | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                           | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                            | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                |   |  |

STATE FEES PREPAID WITH CHECK# 5914 FOR \$ 43.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_  
COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

\_\_\_\_\_  
Examiner's Initials

Q. COULLETTE SEP 22 1999

RECEIVED  
99 SEP 22 AM 10:46  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
OUTONTHENET.COM, INC.**

Pursuant to the provisions of §607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The current name of the corporation is **OUTONTHENET.COM** (the "Corporation") filed on March 31, 1999, with the State of Florida Department of State, Document number P99000029411.

2. The following Amendment to the Articles of Incorporation was adopted by written consent of the shareholders of the Corporation effective as of August 30, 1999 following approval by written consent of all of the Directors of the Corporation effective as of August 30, 1999, in the manner prescribed by §607.1003 of the Florida Business Corporation Act:

**RESOLVED**, that the second sentence of Article I of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

"The principal place of business of this corporation shall be 2800 Biscayne Boulevard, 8<sup>th</sup> Floor, Miami, Florida 33137."

**RESOLVED**, that Article III of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE III CAPITAL STOCK**

The aggregate number of shares which the corporation shall have the authority to issue is one hundred million (100,000,000) shares of common stock, all of which are to have a par value of \$.001. Authorized capital stock may be paid for in cash, services, property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

**RESOLVED**, that Article IX of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE IX INDEMNIFICATION**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**RESOLVED**, that Article XI of the Corporation's Articles of Incorporation shall be deleted in its entirety.

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

**FILED**  
**99 SEP 22 PM 1:37**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**IN WITNESS WHEREOF**, the undersigned being the President of the Corporation, has executed these Articles of Amendment to the Articles of Incorporation of OUTONTHE.NET.COM, INC., on this 31<sup>st</sup> day of August 1999.

**OUTONTHE.NET.COM, INC.**  
a Florida corporation

  
\_\_\_\_\_  
J. Rod Martin, Chairman of the Board