

999000031089

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Division of Corporations  
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**BASIC AMENDMENT**  
**BRAVO APPLICATIONS CORP.**

Certificate of Status	0
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AMEND  
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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
BRAVO APPLICATIONS CORP.**

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TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of Bravo Applications Corp. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, bearing Document # P99000031089 does hereby certify:

First: That pursuant to Written Consent of the Board of Directors and Written Consent of the Majority Shareholder of said Corporation, both dated September 28, 1999, the Majority Shareholder and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

Articles III and IV of the Articles of Incorporation of this Corporation are amended to read in its entirety as follows:

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000,000 shares of common stock having \$.001 par value per share and 10,000,000 shares of preferred stock at \$.001 par value per share.

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have the number of directors set forth in the by laws of the Corporation and the terms under which such directors will serve shall be set forth in the by laws of the Corporation.

JOEL D. MAYERSOHN, ESQ. FL BAR# 0093492  
Atlas, Pearlman, Trop & Borkson, P.A.  
200 E. Las Olas Blvd., Ste. 1900  
Ft. Lauderdale, FL 33301 (954) 763-1200

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The foregoing amendment was adopted by the Board of Directors and the Majority Shareholder of the Corporation by Unanimous Consent of the Board of Directors and Written Consent of the Majority Shareholder of the Corporation dated September 28, 1999 acting pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, has executed these Articles of Amendment as of September 28, 1999.

BRAVO APPLICATIONS CORP.

By:   
Gregory A. Pangburn, President

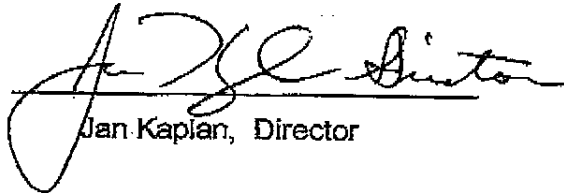
**WRITTEN CONSENT  
OF THE  
BOARD OF DIRECTORS  
OF  
BRAVO APPLICATIONS CORP.**

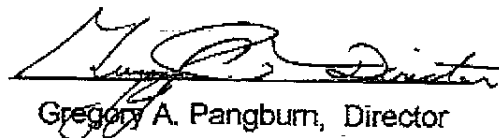
The undersigned, being the Board of Directors of Bravo Applications Corp., a Florida corporation (the "Corporation"), hereby consents to the corporate actions specified below and adopt the following resolutions by written consent pursuant to Sections 607.0821 and 607.0704 of the Florida Business Corporation Act;

**RESOLVED**, that the Board of Directors hereby approves the filing by the Corporation of Articles of Amendment to its Articles of Incorporation increasing the number of authorized shares of the Corporation's common and preferred shares, in substantially the form attached hereto; and

**BE IT FURTHER RESOLVED**, that the appropriate officers or representatives of the Corporation be and hereby are authorized and directed to execute and deliver any and all documents and to perform any and all acts as they may deem necessary or appropriate in their sole discretion to consummate the transactions described herein.

DATED as of September 28, 1999.

  
Jan Kaplan, Director

  
Gregory A. Pangburn, Director