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ACCOUNT NO. : 072100000032  
REFERENCE : 309599 7189010  
AUTHORIZATION : *Patricia Pigot*  
COST LIMIT : \$ 43.75

FILED  
99 JUL 16 PM 4:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : July 16, 1999

ORDER TIME : 12:09 PM

ORDER NO. : 309599-005

CUSTOMER NO: 7189010

400002934164--7

CUSTOMER: Paulo Mylla, President  
Whoodoo.com, Inc.  
1660 Trade Center Way

Naples, FL 34109

RECEIVED  
99 JUL 16 PM 4:44  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: WHODOO.COM, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

C. COULLETTE JUL 16 1999

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_

**Amendment to the Articles of Incorporation of  
whOOdoo.com, inc.**

FILED  
99 JUL 16 PM 4:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1001, §607.10025, and §607.1003 of the Florida Business Corporation Act (the "Act"), whOOdoo.com, inc. (the "Company") adopts this Amendment to the Articles of Incorporation set forth below:

1. The name of the Company is whOOdoo.com, inc.
2. The principal address of the Company is 1660 Trade Center Way, Naples, Florida 34109.
3. The following amendments to the Company's Articles of Incorporation were adopted by the unanimous consent of the shareholders and board of directors of the Company on the 15<sup>th</sup> day of July, 1999 in accordance with and in a manner prescribed by the Act:
  - (a) Article 4 is hereby amended in its entirety to read as follows:

**Article 4  
Capital Stock**

The number of shares of capital stock the Company is authorized to issue is 50,000,000 shares of common stock, \$0.001, par value.

- (b) Article 9 is hereby amended in its entirety to read as follows:

**Article 9  
Division of Shares**

Each share of the Company's common stock currently outstanding shall be divided into 44,500 shares of fully-paid and non-assessable shares of the same class of common stock effective upon the filing of this Amendment with the Florida Secretary of State.

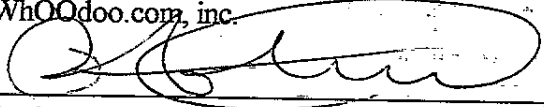
- (c) Article 10 is hereby amended in its entirety to read as follows:

**Article 10  
Indemnification**

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors (the "Indemnatee(s)") to the fullest extent against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation. Provided, however, notwithstanding the indemnification provided for by this Article 10, the Company's bylaws, or any written agreement, such indemnity shall not include any expenses, liabilities or losses incurred by such Indemnatee relating to or arising from any Proceeding in which the Company asserts a direct claim (as opposed to a stockholders'

derivative action) against the Indemnitee, whether such claim by the Company is termed a complaint, counterclaim, crossclaim, third-party complaint or otherwise.

IN WITNESS WHEREOF, the undersigned President of this Company has executed the foregoing Amendment to the Company's Articles of Incorporation this 15<sup>th</sup> day of July, 1999.

WhOOdoo.com, inc.  
By:   
Paulo Mylla, President

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