

P 99000041859

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H00000027594 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4000

From:
Account Name : WHITE & CASE
Account Number : 075410002143
Phone : (305) 371-2700
Fax Number : (305) 358-5749

Clara Diaz
(305) 995-5287

FILED
00 MAY 19 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

BYE BYE NOW.COM, INC.

RECEIVED

00 MAY 19 AM 9:43

DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Art of Correction
KPC
5-19
4

H00000027594 1

**ARTICLES OF CORRECTION
OF
BYE BYE NOW.COM, INC.**

FILED
00 MAY 19 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of this corporation is BYE BYE NOW.COM, INC. (the "Corporation").

Article II. Correction

The Second Amended and Restated Articles of Incorporation of the Corporation, filed on May 10, 2000, are corrected as follows:

Article I, which states the street address of the principal office of the Corporation, is incorrect. Article I should read as follows:

The name of the Corporation shall be Bye Bye Now.Com, Inc. The street address of the principal office of the Corporation shall be 1100 Park Central Boulevard South, Suite 1800, Pompano Beach, FL 33064.

All references in Article II Section 4(a) to Section 5(b) are incorrect. Article II Section 4(a) should read as follows:

(a) General. Subject to, and in compliance with, the provisions of this Section 4, any share of the Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock may, at the option of the holder, be converted at any time into fully-paid and non-assessable shares of Common Stock. The number of shares of Common Stock to which a holder of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock shall be entitled shall be the product obtained by multiplying the Applicable Conversion Rate (determined as provided in Section 4(b)) by the number of shares of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock being converted. The number of shares of Common Stock to which a holder of Series D Preferred Stock shall be entitled upon conversion shall be the product obtained by multiplying the Series D Applicable Conversion Rate (determined as provided in Section 4(b)) by the number of shares of Series D Preferred Stock being converted. The number of shares of Common Stock to which a holder of Series E Preferred Stock shall be entitled upon conversion shall be the product obtained by multiplying the Series E Applicable Conversion Rate (determined as provided in Section 4(b)) by the number of shares of Series E Preferred Stock being converted.

Article IV, which states the street address of the registered office of the Corporation, is incorrect. Article IV should read as follows:

H00000027594 1

The street address of the registered office of the Corporation shall be 1100 Park Central Boulevard South, Suite 1800, Pompano Beach, Florida 33064. The name of the registered agent of the Corporation at that address shall be Fred Schwartz, Esq.

Article III. Date of Correction Adopted

The correction set forth in these Articles of Correction was adopted on May 16, 2000.

H00000027594 1

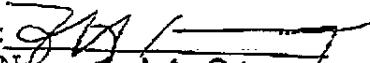
FROM WHITE & CASE LLP

(THU) 5.18.00 8:47/ST. 8:46/NO. 4861268560 P 4

H00000027594 1

An authorized representative of the Corporation executed these Articles of Correction on May 16, 2000.

BYE BYE NOW.COM, INC.

By: 
Name: Fred A. Schumacher
Title: Vice President