

P99000063378

PINO AND DICKS
AN AFFILIATION OF PROFESSIONAL CORPORATIONS
ATTORNEYS AT LAW

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December 29, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-01/04/00--01061--002
*****43.75 *****43.75

RE: Articles of Amendment & Articles of Incorporation

Gentlemen:

Our client wishes to change the name of its corporation, MAINSTREETWEEK.COM CORPORATION, to PARENTCO CORPORATION, and to incorporate a new company under the name MAINSTREETWEEK.COM CORPORATION.

Therefore, two sets of documents are enclosed, as follows:

1. Articles of Amendment for Name Change, together with our client's check in the amount of \$43.75, to cover the filing fee and the certified copy fee - to change the name of MAINSTREETWEEK.COM CORPORATION to PARENTCO CORPORATION. As you can see, this will free up the name for use by the new corporation.
2. Articles of Incorporation and the Designation and Acceptance of Registered Agent for a new company, MAINSTREETWEEK.COM CORPORATION, together with our client's check in the amount of \$78.75 to cover the filing fee, the certified copy charge, and designation of registered agent fee.

I have enclosed a separate copy of the Articles of Amendment and the Articles of Incorporation, to be certified and returned to me in the enclosed envelope.

FILED
00 JAN -4 AM 7:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 12 2000

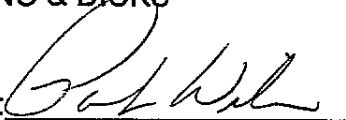
Secretary of State
Division of Corporations
December 29, 1999
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If for any reason whatsoever you are unable to file either of the above or should you have any questions, please call me collect at extension 1-1114.

Sincerely,

PINO & DICKS

By:

A handwritten signature in cursive script, appearing to read "Patricia T. Wilson", written over a horizontal line.

Patricia T. Wilson
Paralegal

PTW
Enclosures

ARTICLES OF AMENDMENT FOR NAME CHANGE

1. The Articles of Incorporation of MAINSTREETWEEK.COM CORPORATION, a Florida corporation, filed in the Office of the Secretary of State, Division of Corporations, in Tallahassee, Florida on July 16, 1999 and assigned document number P99000063378, be and they hereby are amended in the following particular:

Article I be and it hereby is amended to read as follows:

ARTICLE I NAME

The name of the corporation shall be PARENTCO CORPORATION.

2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 29th day of December, 1999.


LAURENCE J. PINO, PRESIDENT


PATRICIA T. WILSON, SECRETARY

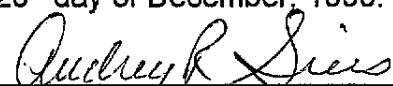
STATE OF FLORIDA
COUNTY OF ORANGE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, personally appeared LAURENCE J. PINO, as President, and PATRICIA T. WILSON, as Secretary, of the corporation, on behalf of the corporation, who are personally known to me, and who, after being duly sworn, depose and say that the statements made in the above Articles of Amendment are true to the best of their knowledge and belief.

WITNESS my hand and official seal this 29th day of December, 1999.

(SEAL)


Audrey R. Siers, Notary Public,
State of Florida

