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Address

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City State Zip Phone

CORPORATION(S) NAME

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Mater.com Inc

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November 18, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MAREX.COM, INC.
Ref. Number: P99000086990

We have received your document for MAREX.COM, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

We need to have the manner of adoption for the amendment and the date of adoption.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MAREX.com, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 607.1005 and 607.1006 of the Florida Business Corporation Act, MAREX.com, Inc., a Florida corporation, (the "Corporation"), hereby adopts the following amendment to the Articles of Incorporation as follows:

1. Article I of the Articles of Incorporation is hereby amended as follows:

ARTICLE I

Name and Principal Office of Corporation

The name of this Corporation shall be VCMMIAMI.COM, Corporation. The initial mailing address of the Corporation shall be c/o White & Case LLP, 200 S. Biscayne Boulevard, Suite 4900, Miami, FL 33131.

ARTICLE II

Prior to the issuance of shares, the Amendment was adopted by the incorporator and shareholder action was not required. Date of Adoption - 11/16/99

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 16th day of November, 1999.

BY: Steven L. Bray
Steven L. Bray,
Sole Incorporator