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-07/08/02-01054-002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

July 3, 2002

Florida Department of State  
Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

**RE: Articles of Amendment to Articles of Incorporation  
E.S. Imagine Computer, Inc.**

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Amendment pertaining to the above-referenced corporation. Please return a date-stamped copy to me. Also enclosed is my check in the sum of \$35.00 as the filing fee.

Please feel free to contact me if you have any questions.

Sincerely,

*Hilda M. Porro*

Hilda M. Porro

HMP/tsm  
enclosures

FILED  
02 JUL -8 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Name change  
7/15/02  
(10)*

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
E. S. IMAGINE COMPUTER, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**AMENDMENTS ADOPTED:**

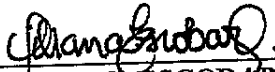
**FIRST: ARTICLE I – NAME OF CORPORATION.**

The name of the corporation shall be HEREONEARTH, INC.

**SECOND:** The date of this Amendment's adoption is June 21, 2002.

**THIRD:** The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 25 day of June, 2002.

  
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LILIANA C. ESCOBAR, Director  
325 Salinas Drive  
Palm Beach Gardens, FL 33410

FILED  
02 JUL -8 AM 11:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA