

Robert M. Roberts

2301 Northeast 16 Street ~ Apt: 6 ~ Pompano Beach, Florida 33062
Phone: 954.784.7883 ~ Fax: 954.784.7595 ~ e-mail: directprsr@aol.com

P990000 89454

May 30, 2000

via facsimile

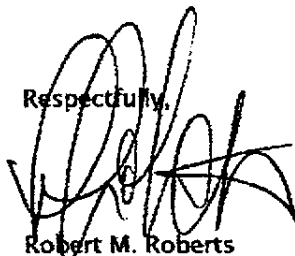
REALTYNEXUS.COM, INCORPORATED
EDWARD GODMAN, PRESIDENT/CEO
2901 CLINT MOORE ROAD
SUITE: 128
BOCA RATON, FLORIDA 33496

100003329551--9
-07/20/00--01044--020
*****35.00 *****35.00

Dear Mr. Godman:

Please except this letter as my formal notice of resignation from Vice President of Sales and Marketing and a member of the Board of Directors. My resignation is effective immediately.

Respectfully,



Robert M. Roberts

cc: W. Craig Eakin

FILED
00 JUL 20 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
7/27 ac*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

RealtyNeXus.com, Inc.

RealtyNeXus.com, Inc.

(present name)

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:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*
Article IX Amendment:

- 1) Mr. Jack Bennings, formerly V.P. of Operations, has been elected President and Chief Operating **Officer**. As of 7/10/2000
- 2) Mr. Edward Godman remains Chairman of the Board and Chief Executive Officer.
- 3) Mr. Robert Roberts resigned as of May 30, 2000
- 4) Mr. Mark Goldstien Esq. is not a Director of RealtyNeXus.com, Inc. He is Registered Agent only.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FILED
00 JUL 20 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: July 18, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

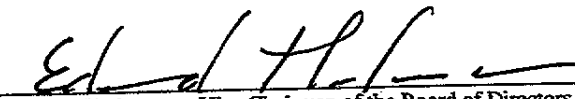
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 18th day of July, 2000

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Edward Godman

Typed or printed name

Chairman/CEO

Title