

P99000093924

LAW OFFICES
STEVEN J. JACOBSON, P.A.

ATTORNEYS & COUNSELORS AT LAW

Steven J. Jacobson*

Mark M. Heinisch*

Mindy Leber Taran

*Also Admitted Washington, D.C.
♦ Also Admitted New York

Cinnamon Tree Plaza

5701 North Pine Island Road, Suite 320

Fort Lauderdale, Florida 33321

Telephone (954) 726-6626

Facsimile (954) 720-5982

March 22, 2000

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

500003185955--1
-03/27/00--01135--013
*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of
Shopeasy, Inc.

Dear Amendment Section:

Enclosed please find check no. 003976 in the amount of \$35.00 payable to the Department of State and the original and (1) copy of the fully executed Articles of Amendment to Articles of Incorporation for the above-referenced corporation. Please return a filed copy of the Articles of Amendment to Articles of Incorporation to the above-captioned address.

Thank you for your assistance.

Sincerely,


Steven J. Jacobson

SJJ:srs

enclosures

cc: Shopeasy, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 21 AM 11:12

Amend
LJS
4-24-2000

LAW OFFICES
STEVEN J. JACOBSON, P.A.

ATTORNEYS & COUNSELORS AT LAW

Steven J. Jacobson*

Mark M. Heinisch•

Mindy Leber Taran

*Also Admitted Washington, D.C.

• Also Admitted New York

Cinnamon Tree Plaza

5701 North Pine Island Road, Suite 320

Fort Lauderdale, Florida 33321

Telephone (954) 726-6626

Facsimile (954) 720-5982

April 17, 2000

Ms. Louise Flemming-Jackson
Corporate Specialist Supervisor
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Subject : SHOPEASY, INC.
Ref. Number : P99000093924
Your Letter Number : 500A00018992

Dear Ms. Flemming-Jackson:

Pursuant to our telephone conversation on April 10, 2000, enclosed please find the original and one copy of the fully executed Articles of Amendment to Articles of Incorporation of Shopeasy, Inc., with the corrections as indicated in your prior correspondence.

Thank you for your assistance.

Sincerely,


Steven J. Jacobson

SJJ:srs

enclosure

cc: Shopeasy, Inc.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 6, 2000

Steven J. Jacobson, Esquire
Cinnamon Tree Plaza, Suite 320
5701 North Pine Island Road
Ft. Lauderdale, FL 33321

SUBJECT: SHOPEASY, INC.
Ref. Number: P99000093924

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

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The capacity of the person signing the document must be typed or printed beneath or opposite the signature.

The document is illegible and not acceptable for imaging.

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

If you have any questions concerning the filing of your document, please call (850) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 500A00018992

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHOPEASY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 APR 21 AM 11:12

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:

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3511 W. Commercial Blvd., 1st Floor
Ft. Lauderdale, Florida 33309

ARTICLE IV - CAPITAL STOCK

This corporation is organized to issue 1,000,000 shares of 1¢ par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent is:

Tim Arnel
3511 W. Commercial Blvd., 1st Floor
Ft. Lauderdale, Florida 33309

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall initially have two (2) Directors to hold office until the first annual meeting of the stockholders, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of each initial Director is:

Tim Arnel
3511 W. Commercial Blvd.
1st Floor
Ft. Lauderdale, Florida 33309

Kelly Wade
3511 W. Commercial Blvd.
1st Floor
Ft. Lauderdale, Florida 33309

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Tim Arnel
3511 W. Commercial Blvd., 1st Floor
Ft. Lauderdale, Florida 33309

SECOND: The date of each amendment's adoption: March 17, 2000.

THIRD: Adoption of Amendment(s)

[] 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 _____."

[] The amendment(s) was/were adopted by the board of
directors without shareholder action and shareholder
action was not required.

[x] The amendment(s) was/were adopted by the incorporators
without shareholder action and shareholder action was not
required.

The undersigned incorporator has executed these Amended Articles of
Incorporation this 12th day of April, 2000.



TIM ARNEL