CAPITAL CONNECTION, INC. 117 Street, Suite 1 • Tallahassee, Florida 32302 127 370 11 57 342 8062 • Fax (850) 222-1222 Spider boy.com Inc.

Signature

Name

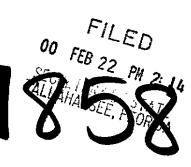
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SPIDERBOY_ COM, INC.

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:

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

ARTICLE III OF THE ARTICLES OF INCORPORATION OF SPIDERBOY. COM, INC. IS HEREBY AMENDED TO ADD: "ONE MILLION (1,000,000) SHARES OF CLASS B 8.75% CONVERTIBLE PREFERRED STOCK WHICH IS HEREBY AUTHORIZED BY 100% OF THE SHAREHOLDERS OF THE CORPORATION."

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:

THIRD:	The date of each amendment's adoption: JANUARY 20, 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 vor separately on the amendment(s):
	"The number of votes east for the amendment(s) was/were sufficient for approval by
	AGINE RIGHT
	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.
Signatur	Signed this 2014 day of JANUARY 2000. (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)
	MARK PARDO Typed or printed name
	PRIZSZDENT Title
	Kalam Elch
	KARLAM. STJOHN.
	01/20/08

KARLA M. ST. JOHN
COMMISSION # CC734953
EXPIRES JUN 16, 2002
BONDED THROUGH
ADVANTAGE NOTARY OF FLORIDA