

P99000102003

Florida Department of State
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BASIC AMENDMENT
MINDLOFT.COM INCORPORATED

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
MINDLOFT.COM INCORPORATED**

1. The following provision of the Articles of Incorporation of Mindloft.Com Incorporated, a Florida corporation (the "Company") filed in Tallahassee on November 18, 1999, as Document Number P99000102003, and pursuant to Sections 607.0704, 607.0725, 607.0726, 607.1001 and 607.1003 of the Florida Business Corporation Act, be and hereby is amended to read as follows:

ARTICLE 1 be and hereby is amended to read as follows:

The name of the corporation is **MINDLOFT CORPORATION**.

2. The foregoing amendment was adopted by all of the Directors and a majority of the Company's Shareholders on the 17th day of August 2000, in accordance with the provisions of the Florida Business Corporation Act. The number of votes cast by the Shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President of the Company has executed this Article of Amendment on the 17th day of August 2000.

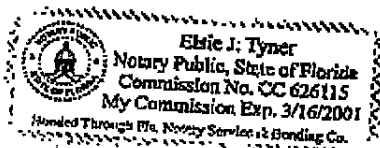
MINDLOFT.COM INCORPORATED

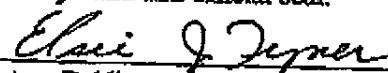

Malcolm R. Roy, President

STATE OF FLORIDA
COUNTY OF OKALOOSA

On this 17th day of August, 2000, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Malcolm R. Roy, to me known to be the person whose name is subscribed to the within instrument, and he acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.




Notary Public - State of Florida
My Commission Expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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