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ONLINE HEARING DOT COM, CO.
1543 Bayview Avenue, Suite 409
Toronto, Ontario. M4G 3B5
Canada
Tel: 416-464-7484
Fax: 416-482-5064

FILED
99 AUG -4 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 27, 1999

* by courier.

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida
USA 32399

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-08/04/99-01061--009
*****43.75 *****43.75

Dear Sir:

Re: Amendment to the Articles of Incorporation of
Online Hearing Dot Com, Co.
A Florida Corporation ("The Company")

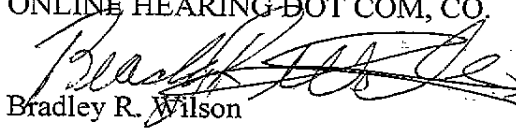
Enclosed for filing with your office is the original and one copy of the Articles of Amendment to the Articles of Incorporation of Online Hearing Dot Com, Co., effecting a name change.

Please return a certified copy of the filed Amendment to our corporate counsel, Ms. Patti L. W. McGlasson, Horwitz & Beam, Two Venture Plaza, Suite 350, Irvine, California, 92618, telephone: 949-453-0300, facsimile: 949-453-9416.

Enclosed is a cheque in the amount of \$43.75 representing payment of the \$35.00 filing fee and the \$8.75 fee for the certified copy. If you need any additional information or assistance to enable you to file the Amendment and send the certified copy, please call me.

Yours very truly,

ONLINE HEARING DOT COM, CO.


Bradley R. Wilson
President

BW:pc
Enclosures

NC
8-11-99
DTS

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ONLINE HEARING DOT COM, CO.**

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Pursuant to the provisions of Section 607.1003 of the Florida Business Corporation Act, Online Hearing Dot Com, Co., a Florida corporation ("Corporation"), adopts the following Articles of Amendment to the Articles of Incorporation.

FIRST, Article 1 of the Corporation's Articles of Incorporation is hereby amended to read as follows:

"ARTICLE 1

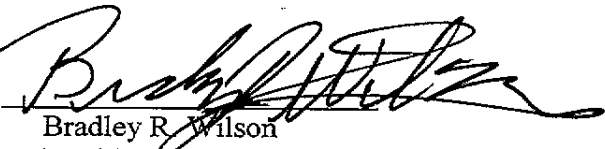
Name

The name of the Corporation shall be Rompus Interactive Corp."

SECOND, this Amendment to the Articles of Incorporation was approved by the Board of Directors and by the requisite vote of the shareholders of the Corporation necessary for its approval.

Executed as of the date set forth below.

ONLINE HEARING DOT COM, CO.

By: 

Bradley R. Wilson
President

Dated: July 26, 1999