

P98000105625
JACKSON L. MORRIS

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Admitted in Florida, Georgia and The District of Columbia

July 6, 2001
By Priority U.S. Mail

FILED
01 JUL 12 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

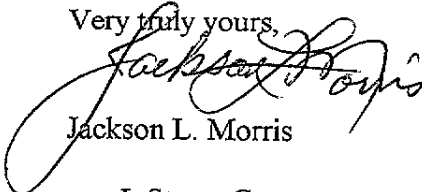
Re: 1 Global City.com, Inc.
a Florida for profit corporation
Docuement Number P98000105625
Articles of Amendment - Name Change

Dear Sir or Madam:

Enclosed please find two executed originals of Articles of Amendment to the Articles of Incorporation of the above-referenced for profit corporation and a company check for the filing fee and registered agents fee in the aggregate amount of \$35.00. Please file the Articles and return one original showing the Division's filing stamp to the undersigned for the company records.

If you should have any questions, please do not hesitate to call the undersigned.

Very truly yours,


Jackson L. Morris

cc: J. Stuart Grant
enclosures

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
1 GLOBAL CITY.COM, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1003(6), Fla. Stat., the Florida Business Corporation Act, 1 Global City.Com, Inc. does hereby amend its Articles of Incorporation as follows:

1. The name of the corporation is **1 Global City.Com, Inc.**
2. This Amendment to the Articles of Incorporation was duly approved and adopted on June 13, 2001 by written consent of a majority of the stockholders as a whole, there being no class of stockholders entitled to vote hereon as a separate voting group, pursuant to §607.0726, Fla. Stat., without a meeting, pursuant to §607.0704, Fla. Stat., upon the recommendation of the board of directors on June 8, 2001, by written consent of all directors pursuant to §607.0821, Fla. Stat.
3. The total number of shares of common stock subscribed at the date hereof is 25,124,088 shares and the vote of such subscribed shares in favor hereof was 13,329,381 shares, being sufficient in all respects for approval hereof. The number of shares voting against was none and the number of shares not voting was 11,794,707.
4. Article I, Section 1, of the Articles of Incorporation, as amended, shall be and hereby is amended in its entirety, as follows:
 - (a) The name of the Corporation shall be 1 Global City, Inc.

IN WITNESS WHEREOF, the undersigned, President of **1 Global City.Com, Inc.**, has executed the within Articles of Amendment this 13th day of June, 2001 and caused said Articles to be filed in the office of the Secretary of State for the State of Florida, effective upon the filing thereof.



ATTEST:

Jackson L. Morris
Jackson L. Morris, Secretary

1 Global City.Com, Inc.

By: *J. Stuart Grant*
J. Stuart Grant, President