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6/17/97

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TO, DIVISION OF CORPORATIONS

FAX #. (904)922-4000

FROM, GUNSTER YOAKLEY ETAL (FT. LAUDERDALE)
CONTACT, MARY BLACKFORD CHERRY
PHONE, (561)650-0728

ACCT#, 076117000420

FAX #. (954)523-1722

NAME, INTERACTIVE RESPONSE TECHNOLOGIES, INC.
AUDIT NUMBER.....H97000009971
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
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97 JUN 18 AM 10:50
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FILED
97 JUN 18 AM 11:00
TALLAHASSEE, FLORIDA

Amendment
6/18/97
DC

6/17/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 17, 1997

INTERACTIVE RESPONSE TECHNOLOGIES, INC.
4410 N STATE ROAD 7
SUITE 200
FORT LAUDERDALE, FL 33319US

SUBJECT: INTERACTIVE RESPONSE TECHNOLOGIES, INC.
REF: P93000047972

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

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 (904) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000009971
Letter Number: 897A00032426

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ARTICLES OF AMENDMENT
 TO
 ARTICLES OF INCORPORATION
 OF
 INTERACTIVE RESPONSE TECHNOLOGIES, INC.

FILED
 JUN 18 AM 11:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, Interactive Response Technologies, Inc., a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation as follows:

Article IV Capital Stock is hereby amended to read:

The Corporation is authorized to issue ten million (10,000,000) shares of common stock, par value \$.001 per share. The shares shall not be divided into classes, nor may the Corporation issue preferred stock without an amendment to its Articles of Incorporation.

This Amendment was approved by all of the directors and a majority of the shareholders on June 5, 1997, which was sufficient for approval, in accordance with Section 607.1006, Florida Statutes.

Dated: June 5, 1997.

Interactive Response Technologies, Inc., a
 Florida corporation

By: Howard Glass
 Name: Howard Glass
 Title: President

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 H97000009971 7
 Michael G. Platner, Esq.
 FL Bar No.: 366331
 Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
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