

P94000015458

FROM FOLEY & LARDNER TAMPA

97 12-4 ST. 18/NO. 370 00 2

3/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING REQUEST

12:21 PM

- 1. PROCESS ELECTRONIC FILING REQUEST (\$)
- 2. ABANDON ELECTRONIC FILING REQUEST AND RETURN TO MENU

--KEY--
NO KEY
NO KEY

---ELECTRONIC FILING INFORMATION FOR A BASIC AMENDMENT---

- 3. NUMBER OF PAGES IN DOCUMENT TO BE FILED: 2
- 4. CERTIFIED COPY (0-9) : 1
- 5. METHOD OF DELIVERY (F/M/B): F
- 6. CERTIFICATE OF STATUS (0-9): 0
- 7. DOCUMENT NUMBER: P94000015458

*** SUMMARY OF FILING FEES ***
 FILING FEE: \$35.00
 CERTIFIED COPY: \$52.50
 CERTIFICATE OF STATUS: \$0.00
 ESTIMATED CHARGE: \$87.50

** INVALID SELECTION...PLEASE RE-ENTER **

ENTER/SELECTION AND <CRFLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING CONFIRMATION

12:28 PM

YOU HAVE REQUESTED TO SUBMIT THE FOLLOWING DOCUMENT:

TYPE: EFIL17
 CORPORATE NAME: ABR INFORMATION SERVICES, INC.
 SUB-ACCOUNT NUMBER:
 METHOD OF DELIVERY: F
 FAX PHONE NUMBER: (813)221-4210
 MAILING NAME/ADDRESS: FOLEY & LARDNER OF TAMPA
 100 N TAMPA ST
 SUITE 2700
 TAMPA

FL 33602-

FILED
97 MAR 13 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE(S) REQUESTED: NO
ESTIMATED CHARGES: \$87.50

IF THE ABOVE INFORMATION IS CORRECT, AND YOU WOULD LIKE TO HAVE THE ACCOUNT CHARGED, PLEASE ENTER YOUR PASSWORD. TO ABANDON THIS PROCESS, ENTER 'N'.

ENTER/SELECTION AND <CRFLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

12:28 PM

((H97000004309 5))

TO: DIVISION OF CORPORATIONS
 FROM: FOLEY & LARDNER OF TAMPA
 CONTACT: SHERRY LOGSDON
 PHONE: (813)229-2300

FAX #: (904)922-4000
 ACCT#: 071344001620
 FAX #: (813)221-4210

NAME: ABR INFORMATION SERVICES, INC.
 AUDIT NUMBER.....H97000004309

00521, 00673, 0058, 00674, 00563, 00580,
 587, 00671

Company name. misc.
Linda

March 13, 1997

ABR INFORMATION SERVICES, INC.
34125 U.S. HWY. 19 NORTH
SUITE 300
PALM HARBOR, FL 34684-2116

SUBJECT: ABR INFORMATION SERVICES, INC.
REF: P94000015458

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.

The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The FAX audit number must be on the top and bottom of each page of the document.

The date of adoption of each amendment must be included in the document.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

- (1) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval.
- (2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000004309
Letter Number: 397A00012907

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
ABR INFORMATION SERVICES, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation for the purpose of increasing the number of authorized shares of voting Common Stock pursuant to Section 607.0602 of the Florida Statutes:

1. Name of Corporation. The name of the corporation is ABR Information Services, Inc.
2. Amendments. The Articles of Incorporation of the corporation are amended by deleting the first two sentences of Section 3.1 of Article III in their entirety and inserting in lieu thereof the following:

ARTICLE III

Section 3.1 "The total number of shares of all classes of capital stock that the Corporation shall have the authority to issue shall be 102,250,000 shares, of which 100,250,000 shares shall be Common Stock having a par value of \$0.01 per share ("Common Stock") and 2,000,000 shares shall be Preferred Stock having a par value of \$0.01 per share ("Preferred Stock"). Of the Common Stock, 100,000,000 shares shall be voting shares ("Voting Common Stock") and 250,000 shares shall be nonvoting shares ("Nonvoting Common Stock"). . . ."

3. Adoption of Amendment. The amendment was adopted at a duly called meeting of the shareholders on December 6, 1996 at which a quorum appeared. Of the shares represented at the shareholders meeting, 6,076,639 shares were voted in favor of adoption of the amendment, 3,501,750 shares were voted against adoption of the amendment, and 40,035 shares abstained from voting on the proposal. There are no voting groups authorized to vote separately on the amendment, and the number of votes cast for adoption of the amendment was sufficient for approval pursuant to Section 607.1004 of the Florida Statutes.
4. Effective Date. The amendment shall be effective upon filing with the Secretary of State, State of Florida.

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Prepared by: Todd B. Pftster, Esq.
Foley & Lardner, 100 N. Tampa St.
Tampa, FL 33602; 813/225-4127
FBN: 0997544

FROM FOLEY & LARDNER

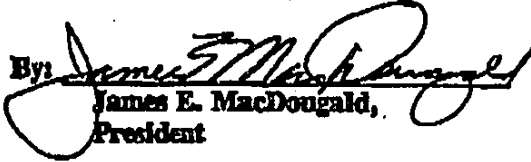
813-221-4210

(THU) 3.13.97 15:30/ST. 15:27/NO. 4260231469 P. 4

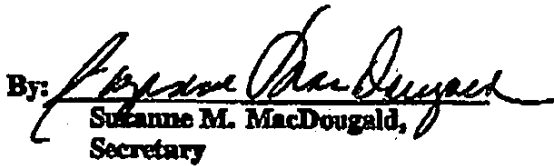
(((H97000004309 5)))

Dated this 13th of March, 1997.

ABR INFORMATION SERVICES, INC.

By: 
James E. MacDougald,
President

ATTEST:

By: 
Suzanne M. MacDougald,
Secretary

[SEAL]

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