

P96000085708

Domestic Name
Lorien Technologies, Inc.
5373 Hiatus Road
Sunrise, FL 33351

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

300002285519--2
-09/05/97--01054--012
*****35.00 *****35.00

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

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 Certificate of Status

NEW FILINGS	
Profit	
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Limited Liability	
Domestication	
Other	

AMENDMENTS	
<input checked="" type="checkbox"/> Amendment	
Resignation of R.A., Officer/ Director	
Change of Registered Agent	
Dissolution/Withdrawal	
Merger	

OTHER FILINGS	
Annual Report	
Fictitious Name	
Name Reservation	

REGISTRATION/ QUALIFICATION	
Foreign	
Limited Partnership	
Reinstatement	
Trademark	
Other	

FILED
 97 SEP -5 AM 9:56
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

7-2000 02285519

Examiner's Initials	
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Lorien Technologies, Inc.

FILED
97 SEP -5 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

1. ARTICLE III will be amended to change the principal place of business and mailing address to 5373 Hiatus Road, Sunrise, FL 33351. See attached Exhibit A.
2. ARTICLE VI will be amended to change the registered agent. See attached Exhibit A.
3. ARTICLE VII will be amended as follows:

Remove Marie Chua as a Director and add the following Directors:

William Cleary
705 Mermaid Drive
Apt. #9-306
Deerfield, FL 33441

Adam Serbenski
518 SE 6th Avenue
Deerfield, FL 33441

Jim Foligno
1085 N.E. 131 Street
No. Miami, FL 33161

Daniel R. Gandul
1071 W. 50th Place
Hialeah, FL 33012

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: July 1, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 1st of July, 19 97

Signature

Robert J. Schug
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Robert J. Schug

Typed or printed name

President

Title

EXHIBIT A

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Lorien Technologies, Inc.

1b. The mailing address of the corporation is : 5373 Hiatus Road Sunrise, FL 33351

1c. Date of incorporation: Oct. 17, 1996 Document number: P96000085708

2. The name and address of the current registered agent and office: Mary McAlpine Diaz 1800 NW 66th Avenue Ft. Laederdale, FL 33313

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable) Mitchell Green, Esq. 4000 Hollywood Blvd. Ste. 485 South Hollywood, FL 33021

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Signature of Robert J. Scug, President and Date 8/19/97

Robert J. Scug, President (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature of Mitchell A. Green and Date 8/25/97

If signing on behalf of an entity: (Typed or Printed Name)

(Capacity)