

K63718

BSD Software, Inc.
2700 North 29th Avenue, Suite 305
Hollywood, FL 33020
Phone 954-923-4438 ♦ Fax 954-923-4472

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 18 AM 8:52

December 17, 2001

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Amendment of Articles of Incorporation

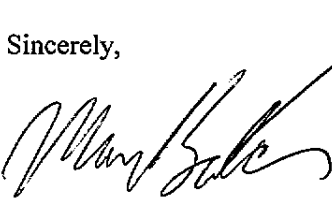
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To whom it may concern:

Enclosed please find ammendments to the Articles of Incorporation of BSD Healthcare Industries, Inc. and a check to cover the fees. Please send a certified copy of this ammendment to the address on our letterhead. If any other information is required to facilitate the above request, please call me at 954-923-4438. Per the above the fax number is 954-923-4472.

Thank you for your attention regarding the above.

Sincerely,



Marc Baker
BSD Software, Inc.

N/C

V SHEPARD DEC 27 2001

ARTICLES OF AMMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
BSD HEALTHCARE INDUSTIRES, INC.
DOCUMENT NUMBER K63718

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Pursuant to the provisions of section 607.1006, Florida statutes, the undersigned President of BSD Healthcare Industries, Inc. ("Corporation"), does hereby certify:

First: That pursuant to Written Consent of the Board of Directors and Majority Shareholders of said Corporation dated December 17, 2001, the Shareholders and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

Article 1, of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

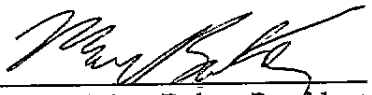
Article 1

The name of the company is "BSD Software, Inc."

The foregoing amendment was adopted by the Board of Directors and Majority Shareholders of the Corporation pursuant to Written Consent of the Board of Directors and Majority Shareholders of the Corporation dated December 17, 2001 acting unanimously by Written Consent pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act. Therefore the number of votes Cast for the amendment to the Corporation's Certificate of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the Secretary of this Corporation, has executed these Articles of Amendment as of December 17, 2001.

BSD Healthcare Industries, Inc.

By: 
Marc Baker, President