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March 7, 2002

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

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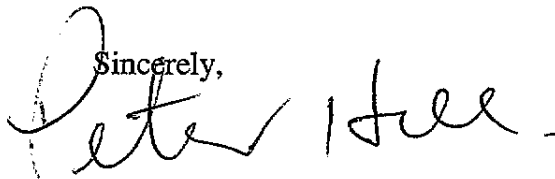
Re: Protecol, Inc.

Gentlemen:

Enclosed are the articles of amendment pursuant to reorganization and check in the amount of \$35.00 to cover the cost of filing this document.

Thank you for your cooperation in this matter.

Sincerely,



Peter N. Hill

PNH/mb
Enclosures
cc: Ms. Pam Hutson

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02 MAR 11 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT PURSUANT TO REORGANIZATION

Protecol, Inc. hereby amends its articles of incorporation, pursuant to § 607.1008, Fla. Stat. (2001).

The name of the corporation is Protecol, Inc.

Protecol, Inc. is the Chapter 11 debtor in case number 01-01455-6J1 in the United States Bankruptcy Court for the Middle District of Florida, Orlando Division. Article VI, section 6.01 of the plan of reorganization provides that

On or before the effective date, the reorganized debtor will amend its articles of incorporation to prohibit the issuance of nonvoting securities.

This plan provision is mandated by 11 U.S.C. § 1123(a)(6). The effective date of the plan was December 7, 2001.

The plan was confirmed by order dated November 26, 2001.

The title of the reorganization proceeding in which the confirmation order was entered is In re Protecol, Inc., Debtor.

The court had jurisdiction of the reorganization case pursuant to 28 U.S.C. §§ 157 and 1334.

No final decree has yet been entered in the Chapter 11 reorganization case.

PROTECOL, INC.

By: Pamela Hutson
Pamela Hutson, President

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