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MAITLAND, FLORIDA 32794-8311

December 23, 1997

Secretary of State
Attn: Articles of Incorporation
Post Office Box 5588
Tallahassee, Florida 32314

Re: COMTEC SYSTEMS, INC.
Our File No.: 97-1136

900002396529--7
-01/12/98--01017--021
*****35.00 *****35.00

Dear Secretary:

Enclosed please find Articles of Amendment to Articles of Incorporation for **COMTEC SYSTEMS, INC.**, and Check No. 8462 in the amount of Thirty-Five Dollars and 00/100 (\$35.00) which represents the following costs:

1. Filing Articles of Amendment	\$35.00
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TOTAL AMOUNT OF COSTS DUE: \$35.00

Please file these documents at your earliest opportunity and mail them back to our office in the enclosed self-addressed stamped envelope.

If you have any questions regarding the above captioned matter, please do not hesitate to call.

Very truly yours,

Steven R. Kutner, Esquire

SRK/lwc

Enclosures

c:\closings\smith\sec article of amendment letter - comtec

CORATPNC

FILED
97 DEC 29 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NK Amend

See 1/7

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

COMTEC SYSTEMS, INC.

(present name)

FILED
97 DEC 29 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 Florida Statutes, this 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)*

ARTICLE
NAME OF THE CORPORATION

The name of this Corporation shall be VERDEL, INC

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: November 5, 1997

FOURTH: Adoption of Amendment(s) (check one)

XX 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 shareholders."
(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 16th day of December, 1997.

Signature Vernon D. Beard
(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)

VERNON D. BEARD
Typed or Printed Name

President
Title