

C. GEOFFREY VINING, P.A.

Attorney at Law
129 S. Kentucky Avenue
Suite 702
Lakeland, Florida 33801-5073

Business and Corporations
Estates, Wills and Trusts
General Practice

638195

REPLY TO:
P.O. Box 2525
Lakeland, FL 33806-2525
Telephone 863/687-8320
Fax 863/688-3699
Email viningg@gte.net

September 8, 2000

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

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-09/12/00--01054--007
*****43.75 *****43.75

Re: BCI ENGINEERS & SCIENTISTS, INC.

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of BCI Engineers & Scientists, Inc. Also enclosed is my firm's check in the amount of \$43.75 for filing fee and certified copy fee.

Thank you for your kind attention.

Sincerely yours,



C. Geoffrey Vining

CGV/ah
Enclosures

Amend
9-21-00
BVS

FILED
00 SEP 12 AM 8:33
TALLAHASSEE, FLORIDA
STATE

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
BCI ENGINEERS & SCIENTISTS, INC.**

FILED
00 SEP 12 AM 8:33
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1002 of the Florida Business Corporation Act, the undersigned Corporation adopts the following Amendment to the Articles of Incorporation.

ARTICLE I

The name of the Corporation is BCI ENGINEERS & SCIENTISTS, INC.

ARTICLE II

Article IV of the Articles of Incorporation, as amended, is further amended as follows:

This Corporation is authorized to issue 60,000 shares of \$.05 par value voting Common Stock and each such share of voting Common Stock shall be entitled to one vote. This Corporation is further authorized to issue 340,000 shares of \$.05 par value non-voting Common Stock which shall have no voting rights. Neither voting Common Stock nor non-voting Common Stock shall have any preferences, rights or limitations as to distribution, dividends or otherwise with respect each to the other except that non-voting common Stock will be without voting rights. There will be no preferred shares in this Corporation.

ARTICLE III

The foregoing Amendment was adopted by Action by Written Consent of the Board of Directors dated July 21, 2000. No shareholder action was required.

IN WITNESS WHEREOF, we, the undersigned, have executed this Amendment to the Articles of Incorporation this 6th day of September, 2000.


RICHARD M. POWERS, President


RICHARD M. POWERS, Acting
Secretary