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Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

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October 31, 2000

VIA FEDERAL EXPRESS

Clerk
Division of Corporations
Attn. Amendment Section
409 East Gaines Street
Tallahassee, Florida 32314

Re: Integrated Security Resources, Inc.
File No. 19817-001

Dear Clerk:

Enclosed for filing, please find an Application by Foreign Corporation to File Amendment to Application for Authority to Transact Business for Integrated Security Resources, Inc. and a check in the amount of \$43.75 for the filing fee and a certified copy. Enclosed is a certified Certificate of Amendment issued by Delaware Secretary of State stating that Integrated Security Resources, Inc. has changed their name to ISR Solutions (Virginia), Inc. Please return certified evidence of filing in the envelope enclosed. Please contact me if you have any questions. Thank you.

NC
11-9-00
MS

Sincerely,

MINTZ, LEVIN, COHN, FERRIS,
GLOVSKY and POPEO, P.C.

Veronica Rovira

Veronica Rovira
Legal Assistant

Enclosures

cc: Mark J. Wishner, Esq.
Restondocs:20002.1(FFM011.DOC)

Reston Boston New York Washington

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STATE
TALLAHASSEE, FLORIDA

00 NOV - 1 PM 4:36

FILED

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. INTEGRATED SECURITY RESOURCES, INC.
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. MAY 10, 2000
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? JUNE 1, 20000

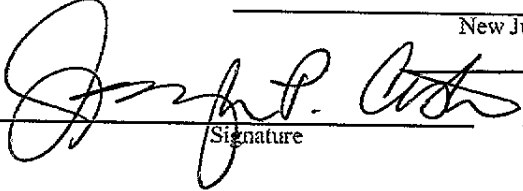
5. ISR SOLUTIONS (VIRGINIA), INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

10/31/00
Date

JOSEPH P. COSTA
Typed or printed name

Secretary & Director
Title

FILED
00 NOV - 1 PM 4:36
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "INTEGRATED SECURITY RESOURCES, INC.", CHANGING ITS NAME FROM "INTEGRATED SECURITY RESOURCES, INC." TO "ISR SOLUTIONS (VIRGINIA), INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 2000, AT 12 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2653867 8100

AUTHENTICATION: 0763752

001545328

DATE: 10-30-00

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
INTEGRATED SECURITY RESOURCES, INC.

Integrated Security Resources, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of Integrated Security Resources, Inc., at a duly held meeting of its members, adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring the amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

1. Name. The name of the corporation (herein referred to as the "Corporation") is ISR SOLUTIONS (VIRGINIA), INC.

SECOND: The Amendment proposed by the Board of Directors, and set forth above, was adopted by unanimous written consent of the Corporation's stockholders on May 18, 2000, pursuant to Section 228(d) of the General Corporation Law of the State of Delaware.

THIRD: The foregoing amendment to the Certificate of Incorporation was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Integrated Security Resources, Inc. caused this Certificate of Amendment to be signed in its corporate name by Barry A. Banks, its president, and Joseph P. Costa, its secretary, who hereby declare, acknowledge, affirm and certify under the penalties of perjury, that this is their free act and deed and that the facts stated herein are true.

Dated: May 18, 2000

ATTEST:

INTEGRATED SECURITY RESOURCES, INC.

/s/ Joseph P. Costa
Joseph P. Costa, Secretary
Restondocs:10751.1(86N01):.DOC1

By: /s/ Barry A Banks
Barry A. Banks, President