

FROM: HOLLAND & KNIGHT

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BASIC AMENDMENT

MEDICOMP, INC.

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
MEDICOMP, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Medicomp, Inc. (the "Corporation") are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is Medicomp, Inc.

SECOND: Article I of the Articles of Incorporation is amended in its entirety to read as follows:

"The name of the corporation shall be: Guardian Ventures Company."

THIRD: The foregoing amendment was adopted by the shareholders of the Corporation by majority written consent dated January 10, 2001, and, therefore, the number of votes cast for the foregoing amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed this instrument as of this 10th day of January, 2001.

MEDICOMP, INC.

By: R. A. Balda
Ricardo A. Balda, President

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