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BASIC AMENDMENT

VENDATA, INC.

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ARTICLES OF AMENDMENT TO ARTICLE OF INCORPORATION OF VENDATA, INC.

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of VENDATA, INC., (the "Corporation") are hereby amended as follows:

- The name of the Corporation is: VENDATA, INC.
- Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

The name of this corporation is: VDC LIQUIDATING CORP.

3. The foregoing amendment was adopted as of September 1, 1999, by Unanimous Written Consent of Shareholders and Directors of the Corporation, such vote represented by said Written Consent being sufficient for approval of the resolutions adopted therein, and such resolutions have not been altered or rescinded and remain in full force and effect.

IN WITNESS WHEREOF, we, the undersigned, have executed these Articles of Amendment, this 29th day of December, 1999.

Mark Owen, President

ohn Ebner, Secretary

Prepared By: MARK L. NOWAK, ESQ. FLORIDA BAR NO. 699985 2600 N. Military Trail Fourth Floor Boca Raton, FL 33431 (561) 241-1600

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STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 29th day of December, 1999, by Mark Owen and John Ebner, as President and Secretary, respectively, of Vendata, Inc. a Florida corporation, on behalf of the corporation.

Notary Public Lisa S. Boros



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