G06282

CSC THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 401307 7109647

AUTHORIZATION : Patricia Piggott

COST LIMIT : $ 87.50

ORDER DATE : May 22, 1997

ORDER TIME : 9:24 AM

ORDER NO. : 401307-005

CUSTOMER NO: 7109647

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CUSTOMER: Ms. Claire M. Scott
Robert W. Stewart, P.a.
Third Floor
1395 Brickell Avenue
Miami, FL 33131

DOMESTIC AMENDMENT FILING

97 MAY 22 PM 3:38 FILED SECRETARY OF STATE TALLAHASSEE

NAME: ETEK ELECTRONICS CORPORATION

EFFICTIVE DATE: 5/22/97

XX___ ARTICLES OF AMENDMENT
______ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__XX___ CERTIFIED COPY
_ ______ PLAIN STAMPED COPY
________ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS: __________

CERTIFICATE OF
AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ETEK ELECTRONICS CORPORATION

97 MAY 22 PM 3:38
FILED

Etek Electronics Corporation hereby adopts the following articles of amendment to its Articles of Incorporation:

a) The name of the Corporation is ETEK ELECTRONICS CORPORATION.

b) The text of each amendment adopted is as follows:

1. Section 1 of Article IV of the Articles of Incorporation is hereby amended to read as follows:

> "1. The aggregate number of shares of stock which the Corporation shall have authority to issue is Ten Million ($10,000,000) shares of $0.0005 par value common stock".

2. Section 2 of Article IV of the Articles of Incorporation is hereby amended to read as follows:

> "3. Except when otherwise required by law, or by the By-laws of this Corporation, each holder of shares of common stock shall be entitled to cast one vote at every meeting of stockholders for each share of stock so held. Cumulative voting for the election of directors shall not be permitted.

c) The aforesaid amendments provide for a reclassification of the shares of capital stock previously authorized. The reclassification will be implemented as follows:

1. Issued and outstanding preferred shares will be redeemed in conformity with Section 3(d) of Article IV of the Articles of Incorporation (as amended).

2. Issued and outstanding common shares will be cancelled and replaced by $0.0005 par value common shares at a rate to be determined by the board of directors in conformity with the provisions of Article IV of the Articles of Incorporation.

d) The foregoing amendments were adopted as of the 30th day of December, 1996.

e) The amendments were recommended by the board of directors to the shareholders and were approved by action of the shareholders.

f) The number of votes cast for the amendments by the shareholders was sufficient for the approval of the amendments. The holders of the issued and outstanding shares of the common stock of the Corporation and the holders of the issued and outstanding shares of the preferred stock of the Corporation were entitled to vote separately on the amendments. The number of votes cast for the amendments in each of the aforesaid voting groups was sufficient for approval by that voting group.

In witness whereof this Certificate of Amendment was executed this 25 day of March, 1997.

ETEK ELECTRONICS CORPORATION

BY: ______________________

JAMES I. BULLEN, President

ATTEST BY: ______________________
TERRY H. MOFFAT, Secretary

(Corporate Seal)

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 26 day of March, 1997, by JAMES I. BULLEN, as President and TERRY H. MOFFAT as Secretary of ETEK ELECTRONICS CORPORATION, a Florida corporation, on behalf of the corporation.

Mireya Garcia
NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

MIREYA GARCIA
MY COMMISSION EXPIRES
APRIL 27, 2000
#CC 544366
Bonded thru Notary Public Underwriters
NOTARY PUBLIC, STATE OF FLORIDA