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NAME: COMPUTER MANAGEMENT SCIENCES, INC.

AUDIT NUMBER.....H97000014250

DOC TYPE.....BASIC AMENDMENT

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Amendment
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De

**ARTICLES OF AMENDMENT NO. I
TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
COMPUTER MANAGEMENT SCIENCES, INC.**

Pursuant to Section 607.1003 and 607.1006 of the Florida Business Corporation Act, the Amended and Restated Articles of Incorporation of Computer Management Sciences, Inc. (the "Corporation"), are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is Computer Management Sciences, Inc.

SECOND: The Amended and Restated Articles of Incorporation shall be amended to delete Article VI in its entirety and replace it with the following:

ARTICLE VI. CAPITAL STOCK

The Capital Stock of the Company shall be divided into two classes: Forty million (40,000,000) shares of common voting stock, having a par value of \$.01 per share, and Five million (5,000,000) shares of preferred stock, having a par value of \$.01 per share.

THIRD: The foregoing amendment was unanimously adopted by the directors of the Corporation at the annual meeting of the Board of Directors of the Corporation on April 4, 1997 and was adopted by a vote of the shareholders of the Corporation, constituting a sufficient number of votes for the amendment to be approved in accordance with Section 607.1003 of the Florida Statutes, at the annual meeting of the shareholders on June 6, 1997.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed this instrument this 31st day of July, 1997.



Jerry W. Davis, President

JAX1-258574

Prepared by:
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