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April 5, 2000

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

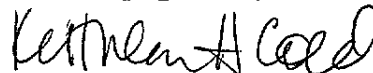
Re: Amendment to Articles of Incorporation
of DTR Software International, Inc.

Dear Sirs:

Enclosed are original and one copy of Amendment to
Articles of Incorporation of DTR Software International, Inc.
Please file the original and return a stamped copy to me. Our
check for \$35.00 is enclosed to cover the fees.

Thank you very much for your cooperation.

Sincerely yours,



KATHLEEN HOLBROOK COLD

KHC/lh
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR -6 AM 11:39

FILED

AMEND
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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
DTR SOFTWARE INTERNATIONAL, INC.

FILED
00 APR - 6 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of DTR Software International, Inc. are hereby amended by deleting Article III in its entirety and inserting the following paragraph therefor:

"The maximum number of shares of stock this corporation is authorized to have outstanding at any time is Two Million One Hundred Ninety-Four Thousand (2,194,000) shares of common stock, having a par value of \$.01 per share, fully paid and nonassessable. Of the authorized shares, 2,000,000 shares shall be voting shares and 194,000 shares shall be non-voting shares. Voting and non-voting common shares shall be identical in all respects except for the foregoing difference in voting rights. The legend "voting" or "non-voting," as applicable, shall be prominently affixed to the face of all stock certificates issued to the holders of common shares"

This Amendment was adopted by the stockholders and directors on March 27, 2000. The Amendment was approved by unanimous consent of all stockholders entitled to vote.

IN WITNESS WHEREOF, these Articles of Amendment have been executed on behalf of the corporation this 27th day of March, 2000.


DANIEL P. DUDLEY, President