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CORPORATE
ACCESS,
INC.

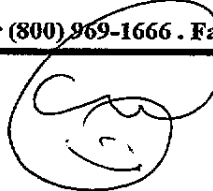
1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP

11/3/97



CERTIFIED COPY

CUS

PHOTO COPY

FILING

Amendment

1.) Computer Science Innovations, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

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6.)
(CORPORATE NAME & DOCUMENT #)

7.)
(CORPORATE NAME & DOCUMENT #)

8.)
(CORPORATE NAME & DOCUMENT #)

9.)
(CORPORATE NAME & DOCUMENT #)

10.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
97 NOV -3 PM 4:15
RECORDED
97 NOV -3 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

11/4 for Amend C.C

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
COMPUTER SCIENCE INNOVATIONS, INC.

FILED

97 NOV -3 PM 4: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, GEORGE H. MILLIGAN, President of COMPUTER SCIENCE INNOVATIONS, INC.,

a Florida corporation, do hereby certify to the Secretary of State, State of Florida, that on the 31st day of October, 1997, the following resolution was approved by a greater than majority of stockholders of the corporation entitled to vote and that said number of votes cast for the amendment was sufficient for approval, by Written Consent in Lieu of Meeting, pursuant to the provisions of Florida Statutes, Section 607.0704 and the corporation's By-Laws:

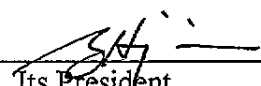
RESOLVED, that pursuant to the provisions of the Articles of Incorporation of COMPUTER SCIENCE INNOVATIONS, INC., the said Articles of Incorporation are hereby amended by altering Article IV, CAPITAL STOCK, by deleting Paragraph B and Paragraph C, in their entirety, so as to read as follows:

"ARTICLE IV - CAPITAL STOCK

The maximum number of shares of Class A Common Stock which this corporation is authorized to have outstanding at any time is Eight Million Five Hundred (8,500,000) shares at a par value of \$0.01 per share."

I DO HEREBY CERTIFY that said resolution has not been altered, amended, or rescinded, and that it is in full force and effect this 3rd day of November, 1997.

COMPUTER SCIENCE INNOVATIONS, INC.

By: 
Its President

Attest:


Assistant Secretary