

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

H55616

Intellicon, Incorporated

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*****43.75 *****43.75

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00 OCT 11 AM 11:03
DIVISION OF CORPORATION

Amend

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ✓ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ✓ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval

FILED
00 OCT 12 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OCT 12 2000

T. LEWIS

OSR
10/11/00

00789, 00705, 00672

Signature

Requested by:

LS

10/11/00

10:11

Name

Date

Time



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 11, 2000

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32301

SUBJECT: INTELLICON, INCORPORATED
Ref. Number: H55616

We have received your document for INTELLICON, INCORPORATED and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 200A00053739

corrected

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00 OCT 12 AM 10:36
DIVISION OF CORPORATION

CERTIFICATE AS TO AMENDMENT OF
ARTICLES OF INCORPORATION OF
INTELLICON, INCORPORATED

I, Douglas J. Eng, hereby certify that I am President and Secretary of Intellicon, Incorporated, a Florida corporation. I further certify that the following resolution relating to the amendment of the Articles of Incorporation of said corporation was unanimously approved and adopted by the stockholders and directors of said corporation by unanimous written consent duly executed on October 10, 2000:

BE IT RESOLVED, that, effective on the date of filing of this Amendment with the office of the Secretary of State of Florida, ARTICLE III of the Articles of Incorporation of this corporation shall be amended to read as follows:

ARTICLE III CAPITAL STOCK

1. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one million nine hundred sixty thousand (1,960,000) shares of common stock having a par value of One Dollar (\$1.00) per share, all of which shall be of the same class, and ten thousand four hundred (10,400) shares of preferred stock, par value of Ten Dollars and 77/100 (\$10.77) per share, all of which shall be of the same class.

2. All stock issued shall be fully paid and nonassessable. The stockholders shall have no preemptive rights with respect to the capital stock or securities of the corporation, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether now or hereafter authorized) to the stockholders then holding shares of its capital stock.

3. Each share of common stock shall be entitled to one (1) vote. Each share of preferred stock shall be entitled to one

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TALLAHASSEE, FLORIDA

hundred (100) votes. The preferred stock shall be entitled to a non-cumulative dividend, when declared by the Board of Directors, in the amount of six (6%) percent of its stated value per annum. No dividend may be declared on the common stock for any year unless the dividend on the preferred stock shall first have been paid that year. The preferred stock shall have no preference rights except as prescribed by law. The corporation shall have the right to redeem said stock at \$10.77 per share at any time provided that thirty (30) days advance written notice of such redemption is provided to all stockholders of record.

I do further certify that the number of votes cast for this amendment by the directors and shareholders was sufficient for approval and that no more than one voting group was entitled to vote on this amendment.

IN WITNESS WHEREOF, I have executed this certificate as President and Secretary of

Intellicon, Incorporated, a Florida corporation, and have caused the same to be sealed with the corporate seal this 10 day of ^{October}~~August~~, 2000.

Douglas J. Eng
As President and Secretary of Intellicon, Incorporated

STATE OF FLORIDA

COUNTY OF Duval

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Douglas J. Eng, who is personally known to me or who has produced C as identification, and who executed the foregoing certificate as President and as Secretary of Intellicon, Incorporated, the corporation named therein, and who personally acknowledged to and before me that he executed the same in such capacities as the act and deed of said corporation.

WITNESS my hand and official seal in said County and State this 10th day of October, 2000.



Sharon L. Palmer
Signature of Notary Public
Sharon L. Palmer Printed
Name of Notary Public
Notary Public, State of Florida
My commission expires: _____
(Notarial Seal)