

JA1048



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 843619 4381472

AUTHORIZATION :

COST LIMIT : \$ 87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 4 PM 2:59

FILED

ORDER DATE : June 4, 1998

ORDER TIME : 10:28 AM

ORDER NO. : 843619-005

CUSTOMER NO: 4381472

CUSTOMER: Ms. Barbara J. Dickie
Broad And Cassel
Suite 1100
390 North Orange Avenue
Orlando, FL 32801

Amend

500002547545--5

DOMESTIC AMENDMENT FILING

NAME: DISTRIBUTED PROCESSING
TECHNOLOGY CORP.

EFFECTIVE DATE: __

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: Deborah Schroder

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

98 JUN-4 AM 11:28

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6/4/98

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98 JUN -4 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DISTRIBUTED PROCESSING TECHNOLOGY CORP.**

1. The name of the corporation is DISTRIBUTED PROCESSING TECHNOLOGY CORP. (the "Corporation").
2. Article III of the Articles of Incorporation is amended by deleting said Article III in its entirety and substituting in lieu thereof the following:

"ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is 100,000,000 shares, 90,000,000 of which shares shall be designated as Class A Common Stock, par value \$.01 per share, and 10,000,000 of which shares shall be designated as Class B Common Stock, par value \$.01 per share. The Class A Common Stock and Class B Common Stock shall be identical in all respects, except that holders of Class A Common Stock shall be entitled to cast one vote per share on all matters submitted to a vote of the shareholders of the Corporation, and holders of Class B Common Stock shall have no voting rights except as specifically required by law."

3. The amendment reflected in these Articles of Amendment was approved in accordance with the provisions of Section 607.704 of the Florida Business Corporation Act by the holders of a majority of the Corporation's Class A Common Stock, which is the only group of the Corporation's shareholders entitled to vote on the amendment, and all of the directors of the Corporation, and the number of votes in favor of the amendment reflected herein was sufficient for approval.

IN WITNESS WHEREOF, DISTRIBUTED PROCESSING TECHNOLOGY CORP.
has caused these Articles of Amendment to Articles of Incorporation to be executed as of March
18, 1998.

DISTRIBUTED PROCESSING TECHNOLOGY CORP.

By: 

Stephen H. Goldman, President