

549181



ACCOUNT NO. : 072100000032

REFERENCE : 123509 4329325

AUTHORIZATION :

COST LIMIT : \$ 43.75

Tricia Pizzuto

ORDER DATE : February 4, 1999

ORDER TIME : 10:04 AM

ORDER NO. : 123509-005

CUSTOMER NO: 4329325

000002764540--7

CUSTOMER: Jan D. McCormick, Esq
Brant Moore Macdonald & Wells,
P. O. Box 4548

Jacksonville, FL 32201-4548

DOMESTIC AMENDMENT FILING

NAME: BAYWOOD TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX 99
AM 10
DIVISION OF CORPORATION
ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX
99
AM 10
DIVISION OF CORPORATION
CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

FILED
99 FEB - 4 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See 2/4

ARTICLES OF AMENDMENT
OF BAYWOOD TECHNOLOGIES, INC.

FILED
99 FEB -4 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of Baywood Technologies, Inc., and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of Baywood Technologies, Inc., and upon authority of all of the stockholders of this Corporation, hereby set forth as follows:

1. The name of this Corporation is Baywood Technologies, Inc.
2. The Articles of Incorporation of Baywood Technologies, Inc. have been amended by deleting Article IV in its entirety and by substituting in lieu thereof the following Article:

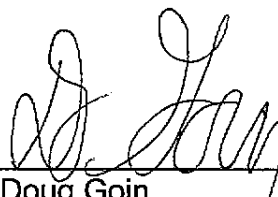
"ARTICLE IV - Capital Stock

The authorized capital of the Corporation shall be 200,000 shares of the common stock at a par value of \$0.10 per share."

3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on January 25, 1999, and written consent to the said Amendment was given on January 29th, 1999, by all of the stockholders comprising the only voting group in accordance with Florida Statute Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of Baywood Technologies, Inc. shall be deemed to be amended accordingly.

DATED this 29th day of January, 1999.

A handwritten signature in dark ink, appearing to read "Doug Goin", written over a horizontal line.

Doug Goin
President

A handwritten signature in dark ink, appearing to read "William D. Fitzgerald", written over a horizontal line.

William D. Fitzgerald
Secretary

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