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Transmittal Letter

Amendment Section
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: TalTech Resources, L.L.C.
Amendment to Articles of Merger
Document Number: L03000048899

The enclosed Amendment to Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian Nugent, Esquire
Law Offices of Brian Nugent, P.A.
7035 Pelican Island Drive
Tampa, Florida 33634

For further information concerning this matter, please call:

Brian Nugent at 813-881-0625

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AMENDMENT TO ARTICLES OF MERGER

Pursuant to Chapter 608, Florida Statutes, TalTech Resources, L.L.C. hereby adopts and files this Amendment to Articles of Merger.

TalTech Resources, L.L.C. filed Articles of Merger on December 30, 2003 evidencing the merger of TalTech Resources, L.L.C. and TalTech Resources, Inc. (the "Articles of Merger"). The Articles of Merger were effective on December 31, 2003.

A typographical error was discovered in the FOURTH paragraph of the Plan of Merger which is attached to the Articles of Merger. This Amendment to Articles of Merger is filed solely for the purpose of correcting the typographical error in the Plan of Merger.

The FOURTH paragraph of the Plan of Merger incorporated into the Articles of Merger currently provides as follows:

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

By virtue of the merger, and without further action on the part of any party, each share of **TalTech Resources, Inc.** stock shall convert into one unit of **TalTech Resources, L.L.C.** as of the Effective Date of the merger. By virtue of the merger, **TalTech Resources, L.L.C.** shall own 100 units of the L.L.C. which shall constitute 100% of the units of the L.L.C.

B. The manner and basis of converting rights to acquire interests, shares, obligations, or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable

The FOURTH paragraph of the Plan of Merger incorporated into the Articles of Merger is hereby replaced in its entirety and amended to state as follows:

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

By virtue of the merger, and without further action on the part of any party, each share of **TalTech Resources, Inc.** stock shall convert into one unit of **TalTech Resources, L.L.C.** as of the Effective Date of the merger. By virtue of the

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merger, **Agency Solutions International, Inc.** shall own 100 units of the L.L.C. which shall constitute 100% of the units of the L.L.C.

B. The manner and basis of converting rights to acquire interests, shares, obligations, or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable

Dated this 3rd day of February 2004

Agency Solutions International, Inc., Member

By: 

Its: CEO

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