

L06526

LAWRENCE H. KATZ

ATTORNEY AT LAW, P.A.

SUITE 120

341 NORTH MAITLAND AVENUE

MAITLAND, FLORIDA 32751

(407) 539-1811

(407) 539-1466 FAX

MEMBER OF FLORIDA
AND D.C. BARS

FED. I.D. # 59-3436548

September 12, 1997

Secretary of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

700002293037--7
-09/15/97--01102--005
*****35.00 *****35.00

Re: Sisters International Systems, Inc./ Universal Management & Production, Inc.

Dear Sir:

Enclosed you will find two original duplicate copies of The Articles of Amendment to The Articles of Incorporation of Sisters International Systems, Inc.. Please file this document with the Secretary of State and return a conformed copy to me using the self-addressed stamped envelope.

Also, enclosed is my check to the Secretary of State in the amount of \$35.00 to cover your filing fee.

Yours very truly,



Lawrence H. Katz

LHK/rb

corporations\universal.management\et.amend

FILED
97 SEP 15 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC

SEP 22 1997

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF

SISTERS INTERNATIONAL SYSTEMS, INC.

FILED
97 SEP 15 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of SISTERS INTERNATIONAL SYSTEMS, INC., is amended to provide for the Corporation's name to be UNIVERSAL MANAGEMENT & PRODUCTION, INC..

The foregoing Amendment was adopted unanimously by the Shareholders and Directors of this Corporation on the 11 day of September, 1997.

Lawrence H. Katz
Witness **LAWRENCE H. KATZ**

Russell Caine
Russell Caine, President and Secretary

Witness Printed Name

Rosalyn Bill
Witness **ROSALYN BILL**

(CORPORATE SEAL)

Witness Printed Name

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before on this 11th day of September, 1997, by Russell Caine as President for Sisters International Systems, Inc..

Rosalyn Bill
Notary Signature

Rosalyn Bill
Notary Printed Name

Personally Know X or Produced Identification ____
Type of Identification Produced _____



ROSALYN BILL
COMMISSION # CC 399220
EXPIRES AUG 10, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE

I, RUSSELL CAINE, Secretary of SISTERS INTERNATIONAL SYSTEMS INC., a Florida Corporation, do hereby certify that on the 11th day of September, 1997, at a Joint Meeting of the Shareholders and Board of Directors of the said Corporation, at which meeting a quorum of both Shareholder and members of the Board of Directors were present, the following resolution was unanimously adopted:

RESOLVED, that the name of this Corporation be amended to allow for the name of this Corporation to be UNIVERSAL MANAGEMENT & PRODUCTION, INC., and, the officers of this Corporation be and the same are hereby authorized and directed to execute any and all documents necessary to cause the name of this Corporation to be changed as provided for in this resolution.

Dated this 11th day of September, 1997.



RUSSELL CAINE, as Secretary of
SISTERS INTERNATIONAL SYSTEMS,
INC.