

L13140

LAW OFFICES
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June 17, 1998

Department Of State
Secretary Of State's Office
Post Office Box 6327
Tallahassee, Florida 32314

600002565236--7
-06/19/98-01040-003
*****35.00 *****35.00

Re: Protek Electronics, Inc. -- Document Number L13140

Ladies and Gentlemen:

Enclosed please find Amendments To Articles Of Incorporation Of Protek Electronics, Inc., which I ask that you please file and for which I am enclosing Check No. 5739 of Norton, Gurley, Hammersley & Lopez, P.A., in the amount of \$35.00. I am also enclosing a copy of the Amendments which I request that you please date stamp and return to my office.

In that time is of the essence with regard to these amendments, I ask that you please contact me at the above telephone number if you have any questions with regard to same.

Sincerely,

YETTER & ZAREMBA, P.A.



DONALD W. YETTER, Esquire

/dk

Enclosures

FILED
98 JUN 19 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

See 6/29

AMENDMENTS TO ARTICLES OF INCORPORATION⁹⁸

OF

PROTEK ELECTRONICS, INC.

FILED
JUN 19 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, THE UNDERSIGNED Officer of the Corporation, confirm and certify that by Consent To Action Taken in lieu of the holding of Special Meetings of the Corporation's Shareholders and Directors, the unanimous consent of the Shareholders and Directors of the Corporation was given to the approval and adoption of the Resolution attached hereto as Exhibit No. 1 for purposes of amending the Corporation's Articles Of Incorporation.

DATED: June 9th, 1998.

Signed, Sealed And Delivered
In The Presence Of:

PROTEK ELECTRONICS, INC.:

[Signature]
Witness

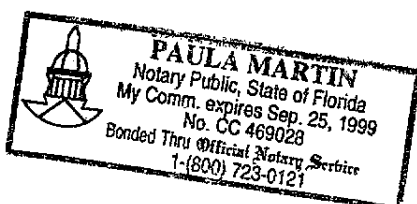
By: [Signature]
JEFFERY B. MOLER, President

[Signature]
Witness

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared JEFFERY B. MOLER, the President of PROTEK ELECTRONICS, INC., who is personally known to me and who duly acknowledged before me that he executed the foregoing instrument for the purposes therein expressed as the act and deed of said Corporation.

WITNESS my hand and official seal in the State and County last aforesaid on this 9th day of JUNE, 1998.



Paula Martin
Notary Public
Print Name:
My Commission Number:
My Commission Expires:

EXHIBIT NO. 1

RESOLVED THAT the following are the amendments adopted by the sole Shareholder of the Corporation for the purpose of amending the Corporation's Articles Of Incorporation:

A M E N D M E N T S

FIRST AMENDMENT: ARTICLE XIV OF the Articles Of Incorporation shall be amended in its entirety to read as follows:

ARTICLE XIV
AMENDMENT OF ARTICLES OF INCORPORATION
AND
ACTION REQUIRED BY SHAREHOLDERS

THE ARTICLES Of Incorporation may be amended from time to time by a vote of not less than Eighty Percent (80%) of the Shareholders of the Corporation at the Annual Meeting Of Shareholders or at any Special Meeting of Shareholders. The Notice for any Annual Meeting or Special Meeting of Shareholders is not required to state that the Articles Of Incorporation are to be amended at the noticed meeting.

THE ARTICLES Of Incorporation may be amended without notice when Eighty Percent (80%) of the Shareholders of the Corporation are present in person at any Annual Meeting or Special Meeting of Shareholders. If Eighty Percent (80%) of the Shareholders do not appear in person but are represented by proxy, the minimum notice stating that the Articles Of Incorporation are to be amended shall be issued prior to the proposed amendment(s) to the Articles Of Incorporation.

THE CORPORATION shall not, without the prior consent of at least Eighty Percent (80%) of the sum of the stock of the Corporation and Eighty Percent (80%) of all common stock of the Corporation in the future owned by the Shareholders, either by consent of the Shareholders or by a vote of the Shareholders take any of the actions described in Exhibit "A" attached hereto; the same being specifically incorporated herein by reference.

* * * * *

SECOND AMENDMENT: ARTICLE XV OF the Articles Of Incorporation shall be amended in its entirety to read as follows:

ARTICLE XV
AMENDMENT OF BYLAWS

THE BYLAWS of this Corporation may be amended from time to time by the Directors of the Corporation by a vote of no less than Seventy-Five Percent (75%) of the Directors at any Annual Meeting or specially called meeting of the Directors of the Corporation or may be amended at any Annual Meeting or Special Meeting of the Shareholders. Specific notice at any meeting of the Directors or Shareholders of the Corporation in which an amendment to the Bylaws is to be made shall not be required to be given as to any proposed amendment thereof.