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DONALD W. YETTER, P.A.

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August 13, 2001

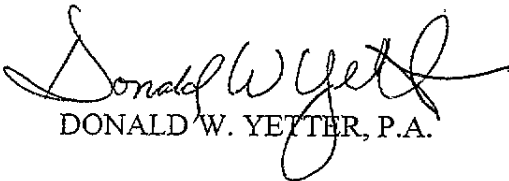
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment of Articles of Incorporation
of Protek Electronics, Incorporated

Dear Sir or Madam:

Enclosed please find check number 32520 in the amount of \$43.75 from Protek Electronics, Inc. and an original Amendment to Articles of Incorporation. Please file the original and provide me with a certified copy of same.

Respectfully,


DONALD W. YETTER, P.A.

DWY/jlm

Enclosure

FILED
01 AUG 15 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMEND
REC 8-21
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THIS INSTRUMENT PREPARED BY:

DONALD W. YETTER, Esquire
1111 Ninth Avenue West, Suite B
Post Office Box 9335
Bradenton, Florida 34205
941/749-1402

FILED
01 AUG 15 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION
OF
PROTEK ELECTRONICS, INC.

I, the undersigned officer of the corporation, confirm and certify that upon unanimous written consent of all of the Shareholders of the Corporation dated August 17, 2001, the following Resolution was adopted to amend the Articles of Incorporation.

Article IV of the Articles of Incorporation shall be amended to read as follows;

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 7,500 shares of \$.01 par value common stock and 2,333 shares of no-par preferred stock which shall be designated as "preferred stock".

The preference of the preferred stock shall be that in the event of any liquidation, dissolution, or winding up of the affairs of the corporation, whether voluntary or involuntary, the holders of preferred stock shall be entitled to be paid \$428.6327 per share before any distribution or payments shall be made to the holders of common stock.

After full payment to the holders of the preferred stock in accordance with the foregoing, the minority common stock shareholder(s) shall receive any amount distributed to the Shareholders in excess of \$1,000,000.00 up to and including a total distribution to the Shareholders of \$1,333,334.00 for the sale, liquidation, dissolution or winding up of the corporation in which event the preferred Shareholder would receive \$1,000,000.00 and the minority common stock Shareholder(s) would receive up to \$333,334.00. For any amount to be distributed to the Shareholder(s) in excess of \$1,333,334.00 from the sale, liquidation, dissolution or winding up of the corporation, the preferred stock shall occupy the same status as all the common stock for distribution and payment of the balance of any amount remaining in excess of a total distribution to the Shareholders of \$1,333,334.00 for distribution to the common and preferred Shareholders.

One (1) share of preferred stock shall be equal to one (1) share of common stock for purposes of distribution of the remaining assets and funds in excess of a total distribution to the Shareholder of \$1,333,334.00 upon any such liquidation, dissolution or winding up of the corporation and shall share ratably with all other common shares.

Other than the aforementioned preference in the event of any liquidation, dissolution or winding up of the affairs of the Corporation, the preferred stock shall have all of the same attributes as the common stock of the Corporation, including but not limited to voting rights and rights to receive dividends ratably with all other common shares for all purposes.

If, on any such liquidation, dissolution or winding up of the affairs of the Corporation, the assets of the Corporation shall not be sufficient to provide payment in full of the amounts to which the holders of preferred stock shall be entitled, the amount distributable to the holders of all shares of preferred stock shall be apportioned among them ratably, in proportion to the amounts to which they are respectively entitled.

Dated: August 7, 2001

**SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:**

JANIS L. MILLER (Print Name)

Witness

DONALD W. YETTER (Print Name)

Witness

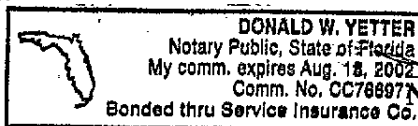
PROTEK ELECTRONICS, INC.

By: Doug Santoro
DOUG SANTORO, PRESIDENT

**STATE OF FLORIDA
COUNTY OF SARASOTA**

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared **DOUG SANTORO**, the president of Protek Electronics, Incorporated, 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 7th day of August, 2001.



Donald W. Yetter
Notary Public

CERTIFICATION

I, THE UNDERSIGNED OFFICER of the Corporation, hereby certify that the foregoing is a Resolution unanimously adopted by the Directors of **PROTEK ELECTRONICS, INC.**, by unanimous written consent of all of the Directors of the Corporation.

PROTEK ELECTRONICS, INC.

By *Doug Santoro*
DOUG SANTORO, President

THE FOREGOING instrument was acknowledged before me on this 7th day of August, 2001, by **DOUG SANTORO**, the President of **PROTEK ELECTRONICS, INC.** who is well known to me or produced _____ as identification and who duly acknowledged before me that he executed the foregoing instrument for the purposes herein expressed as the act and deed of said Corporation.

Donald W. Yetter
Notary Public
Print Name _____
My Commission Expires _____
My Commission No. _____

