LSAUR 00000/255

ATTORNEYS AT LAW

April 12, 1999

G. Thomas Smith
Board Certified
Real Estate Attorney

VIA EXPRESS MAIL

Secretary of State Corporate Records Division Department of State Post Office Box 6327 Tallahassee, Florida 32314

RE: New Vision Technologies, L.L.C.

300002839193--3 -04/14/89--01075--008 ****250.00 *****52.50

Dear Sir or Madam:

Enclosed please find a check in the amount of \$250.00 along with the original and a copy of the Annual Report and Amendment to the Articles relative to the above. Please file the originals and return the copies date stamped, in the envelope provided, as evidence of filing.

It has come to our attention that a false annual report may have been filed listing Allen F. Wichtendahl as Registered Agent and Member/Manager. In the event your office receives this false report, please do not file and contact this office as soon as possible. Betty R. Carrier, Shirley D. Davis and Monica Agerton have been legally voted in as the Members/Managers of this limited liability company. If you have any questions, please do not hesitate to call.

Sincerely,

G. Thomas Smith

G. Thomas Smith

/gh enclosures cc: Betty R. Carrier Shirley D. Davis Monica Agerton

F\$52.50

ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

FILED

99 APR 13 PM 5: 0

SECRETARY OF STATE
TAILANIASSEE, FLORE

New Vision Technologies, LLC

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VII

MANAGEMENT

Except for situations in which the approval of the Members is required by statute or this Agreement, the Company shall be managed by Managers. There shall be three (3) Managers. The Managers shall be elected by the Members, and each Manager elected shall hold office for two-year terms. The Managers may not be of the same household. The Members hereby elect

Betty Rutherford Carrier 4520 Havre Way Pensacola, FL 32505

Monica Agerton 7245 Lockhart St. Pensacola, FL 32526

Shirley D. Davis 106½ S. Crow Road Pensacola, FL 32506

as the Managers.

No Manager shall have the authority to do any act, without the prior consent of the other Managers, that would be detrimental to the interests of the Company, such as, but not necessarily limited to: encumbering the assets of the Company to secure a debt or other obligation; co-signing or guaranteeing the legal obligation of any member or other person; settling or forgiving a debt or other obligation owed to the Company; or entering any contract on behalf of the Company.

ARTICLE XI

FINANCIAL MATTERS

The fiscal year of the Company shall begin on January 1 and shall end on December 31 of each year.

All funds of the Company shall be deposited in accounts held in the Company name in such banks as the managers shall select.

All checks or other orders or promises for payment of the obligations of the Company shall be drawn or made on accounts held in the Company name. Signatures by two Managers shall be required on all checks or other orders or promises for payment of the obligations of the Company.

No loans or contracts shall be made on behalf of the Company except after discussion and unanimous approval of same at any meeting of the Managers.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Article VII, February 9, 1999; Article XI, January 16, 1999		
FOURTH: Adoption of Amendment(s) (CHECK ONE)		
	XĮ.	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	ū	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient for approval by"
		voting group
	□ i	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	ū	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Sig	ned this 12th day of April , 1999
Signature		Betty Rutherford Carrier
		(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
		OR
		(By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators)
		Betty Rutherford Carrier Typed or printed name Betty Rutherford Carrier Typed or printed name
		Manager/Registered Agent Title Manager/Registered Agent Title Manager/Registered Agent DATA DATA DATA DATA DATA DATA DATA DAT