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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -4 PM 2:19

November 30, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

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-12/04/00-01128-008
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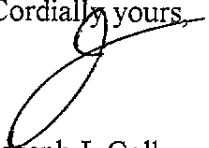
RE: TECHNOLOGICS GROUP, INC.

Dear Sir or Madam:

Enclosed you will find Articles of Amendment of the above company for filing with your office together with our \$35.00 check to cover filing fee.

Please send your usual acknowledgment to this office when the filing process has been completed.

Cordially yours


Joseph J. Collopy
Vice-President

JJC/mag

Enclosures

Amend.

SP

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -4 PM 2:19

TECHNILOGICS GROUP, INC.

(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)*

RESOLVED, That Articles II and IV of the Articles of Incorporation be read as follows:

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2411 N.W. 49th Lane, Boca Raton, FL 33431.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Victor Dellovo, 2411 N.W. 49th Lane, Boca Raton, FL 33431.

(NO CHANGE IN AGENT)

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: 9-5-00

FOURTH: Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

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):

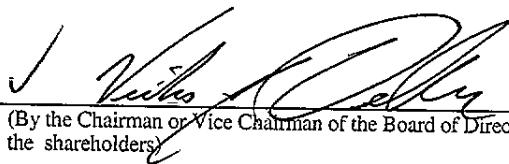
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

✓ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 7 day of November, 2000

Signature

✓ 

(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)

VICTOR DELLOVO

Typed or printed name

INCORPORATOR

Title