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BASIC AMENDMENT

LAYTON MANAGEMENT SOLUTIONS, INC.

Certificate of Status	0
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AMENDMENT TO ARTICLES OF INCORPORATION OF LAYTON MANAGEMENT SOLUTIONS, INC.

WHEREAS, the Articles of Incorporation for In Control Software, Inc. (the "Company") were filed with and approved by the Secretary of State of the State of Florida on the 18th day of September, 2000,

WHEREAS, an Amendment to the Articles of Incorporation changing the name of the Company to Layton Management Solutions, Inc. was filed with and approved by the Secretary of State of the State of Florida on the 28th day of November, 2001,

WHEREAS, it is the intention of the Director and Shareholders of the Company that the Articles of Incorporation be amended in accordance with the Amendment to the Articles of Incorporation hereinafter set forth; and

WHEREAS, the proposed Amendment was approved by the Director and Shareholders of the Company on the 31st day of December, 2001;

WHEREAS, the approval of the Secretary of State of Florida of the proposed Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of the Company are hereby amended by deleting in their entirety the present Article I and by substituting therefor the following, to-wit:

"ARTICLE I
Name

The name of this corporation shall be

LAYTON TECHNOLOGY, INC.

The principal office and mailing address of this corporation shall be 8875 Hidden River Parkway, Suite 300, Tampa, Florida 33637."

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation is hereby executed by the Director and all of the Shareholders who hereby approve this Amendment this 31st day of December, 2001.

DIRECTORS

ROBERT WARD

CHRISTOPHER DREW

SHAREHOLDERS

INTERNET MATRIX LIMITED

By:
CHRISTOPHER DREW