## P00000111612

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SECRETARY OF SIALL DIVISION OF CORPORATION:

Amendment HT 11-25-03

SECRETARY OF STATE DIVISION OF CORPORATION:
2003 NOV 17 AM 11: 30

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

TIER SYSTEMS, INC.

(Present Name)

P00000111612

(Document Number of Corporation (If known)

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 III - Initial Directors
Shall be amended and the remaining Officers
and directors shall tender their resignation
by virtue of this Amendment:

John R. Churba, President/Director Denise Churba, Vice President/Secretary

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: T	he date of each amendment's adoption: November 4, 2003
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 byvoting 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 4 day of November 2003.  Signature: AR R. C.
	(D) a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)
	John R. Churba (Typed or printed name of person signing)
	(-3F-a- a- b a) honore a femily
	President

FILING FEE: \$35

(Title of person signing)