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Florida Department of State

Division of Corporations

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Division of Corporations

Fax Number : (850)205-0380

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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

**BASIC AMENDMENT**

**DOCUMENT MANAGEMENT & SUPPORT, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	02
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KRS AMEND  
7/2  
06/29/200

FROM

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DOCUMENT MANAGEMENT & SUPPORT, INC.**

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Pursuant to the provisions of Section 607.1005 of the Florida Business Corporation Act, Document Management & Support, Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** Section 3.3(B)(2)(i) of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

(i) Treatment of Series A Preferred Stock. Each share of Series A Preferred Stock shall bear an annual dividend of 8¢ per share, payable in quarterly installments on the first day of January, April, July and October. Dividends on the Series A Preferred Stock shall be cumulative, but shall not participate with dividends on the Common Stock or any other series of Preferred Stock.

**SECOND:** Section 3.3(B)(5) of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:

(5) Redemption. The Series A Preferred Stock may be redeemed by the Corporation at any time upon sixty (60) days prior written notice (the "Redemption Notice") at a redemption price per share (the "Redemption Price") equal to the sum of (i) the Original Issue Price, plus (ii) all dividends declared and unpaid due through the date of redemption, plus (iii) interest on declared and unpaid dividends at a rate of 10% per annum from the date when payment was due through the date of redemption. The Redemption Notice under this Section 3.3(B)(5) shall offer to redeem all or any portion of the shares of Series A Preferred Stock, shall set forth the Redemption Price and the Redemption Date, and shall be sent by registered or certified mail to the address of the holder of the Series A Preferred Stock, as reflected in the stock records of the Corporation. If less than all of the shares of Series A Preferred Stock are to be redeemed, the Corporation shall offer to redeem an equal proportion of the shares of Series A Preferred Stock held by each holder of records of Series A Preferred Stock. At any time prior to the Redemption Date, any holders of the Series A Preferred Stock may elect to convert all or part of his or her shares of Series A Preferred Stock to Common Stock pursuant to the provisions of Section 3.3(B)(4). From and after the Redemption Date, unless the holder has elected to exercise the conversion rights under Section 3.3(B)(4), the shares of Series A Preferred Stock which are to be redeemed in accordance with the

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Redemption Notice shall be automatically cancelled and become a right to receive payment in full of the Redemption Price.

**THIRD:** Section 4.1 of the Corporation's Articles of Incorporation is hereby amended in its entirety to read as follows:


4.1. Initial Directors. There shall initially be two members of the Board of Directors, who shall serve until the first meeting of the shareholders of the Corporation. The initial members of the Board of Directors are Stephen J. Ayoub and David A. Cray, and their address is 2203 N. Lois Avenue, Suite 702, Tampa, FL 33607.

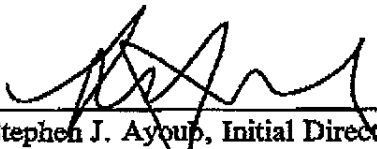
**FOURTH:** The foregoing Amendments to the Corporation's Articles of Incorporation was adopted and approved by consent of the Incorporator, Vitauts M. Gulbis and the Initial Directors, Stephen J. Ayoub and David A. Cray on June 27, 2001, without shareholder action, as shareholder action was not required since the Corporation has not yet issued shares.


**FIFTH:** The foregoing Amendment to the Corporation's Articles of Incorporation will become effective upon the filing of these Articles of Amendment with the Florida Department of State.

**IN WITNESS WHEREOF,** these Articles of Amendment have been executed this 27<sup>th</sup> day of June, 2001.

**DOCUMENT MANAGEMENT & SUPPORT, INC.**

By:   
Vitauts M. Gulbis, Incorporator

By:   
Stephen J. Ayoub, Initial Director, named  
in Articles of Incorporation

By:   
David A. Cray, Initial Director, named  
in Section 4.1 of Articles of Incorporation  
as hereby amended