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DAVID M. JEFFRIES

April 8, 2002

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation
to Cape Systems, Inc.

200005272762--3
-04/15/02--01068--001
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation for Cape Systems, Inc., along with a check in the amount of 35.00 for the filing fee.

Also enclosed is a photocopy of the Articles of Amendment to Articles of Incorporation. Please date-stamp and return this copy to me in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Sincerely,

Dorie S. Gude

Dorie S. Gude

dsg

enclosures

FILED
02 APR 15 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
T. Lewis 4/18/02

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

TO

CAPE SYSTEMS, INC.

CAPE SYSTEMS, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

ARTICLE I

The name of the corporation shall be CAPE STRATEGIES, INC.

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of §607.1005, Florida Statutes, the Corporation having no Shareholders and the Corporation's sole Incorporator having executed a written statement, dated April 1, 2002, manifesting her intentions that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its Incorporator this 5th day of April, 2002.

CAPE STRATEGIES, INC.



Dorie S Gude, Incorporator

FILED
APR 15 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA