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BASIC AMENDMENT

SOFT PROCESS SYSTEMS, INC.

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Amend.  
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**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
SOFT PROCESS SYSTEMS, INC.**

Document No. P03000081908

Pursuant to the provisions of Section 607.1006, Florida Statutes, SOFT PROCESS SYSTEMS, INC., a Florida profit corporation, adopts the following amendment to its Articles of Incorporation:

1. Article III - Capital Stock is hereby amended to read as follows:

**"ARTICLE III - Capital Stock**

This corporation is authorized to issue 10,000,000 shares of common stock, which shall be designated as "Common Shares". The par value of each share of stock shall be \$.001."

2. The amendment was approved by the shareholders of the corporation on 3/30/04. The number of votes cast for the amendment was sufficient for approval.

3. All other provisions of the Articles of Incorporation remain the same as originally filed.

DATED this 30 day of March, 2004.

SOFT PROCESS SYSTEMS, INC.

By: L. William John Seidel  
Eric William John Seidel, Director

314422.01

Prepared by:  
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