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BASIC AMENDMENT

DECISION SUPPORT TECHNOLOGIES, INC.

Certificate of Status	0
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DIVISION OF CORPORATIONS

Amendment

10-21-98

DC

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
DECISION SUPPORT TECHNOLOGIES, INC.

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The undersigned, as president of DECISION SUPPORT TECHNOLOGIES, INC., does hereby certify that the Amendment provided for herein was adopted by the stockholders and the board of directors on the 15TH day of JANUARY, 1998.

1. Name of Corporation: DECISION SUPPORT TECHNOLOGIES, INC.
2. Amendment Adopted: Article III of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE III

CAPITAL STOCK

This corporation shall be authorized to issue two series of capital stock to be designated as Series A Common Stock ("Series A Common Stock") and Series B Common Stock ("Series B Common Stock"). The total number of shares of Series A Common Stock this corporation shall have authority to issue is 1,000,000, par value of \$.01 per share; and the total number of shares of Series B Common Stock this corporation shall have the authority to issue is 1,000,000, par value of \$.01 per share.

The holders of Series A Common Stock shall be entitled to one (1) vote for each share on all matters submitted to a vote, consent or approval of stockholders. The holders of Series B Common Stock shall have no voting rights.

David J. Ottfinger, Esq.
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911 Chestnut Street, Clearwater, FL 33756
Florida Bar No. 0319120
Telephone No. 727-461-1818

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3. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on the 15 day of JANUARY, 1998.

DECISION SUPPORT
TECHNOLOGIES, INC.

BY: *Sterling T. Strange III*
STERLING T. STRANGE, III
President

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SPECIAL CORPORATE ACTION BY
STOCKHOLDERS AND DIRECTORS
OF
DECISION SUPPORT TECHNOLOGIES, INC.

The undersigned, representing stockholders owning in excess of 94% of the outstanding shares of common stock and all of the directors of DECISION SUPPORT TECHNOLOGIES, INC., a corporation organized and existing under the laws of the State of Florida, do hereby unanimously agree, consent to, adopt and order the following corporate action:

1. Each of the undersigned does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given.

2. The special matter concerned authorizing the amendment of the corporation's articles of incorporation to reflect the creation of a class of nonvoting common stock and the increase in the number of shares of common stock the corporation is authorized to issue. After thorough review, the following resolutions were adopted:

RESOLVED, THAT the corporation shall be authorized to issue two series of capital stock to be designated as Series A Common Stock ("Series A Common Stock") and Series B Common Stock ("Series B Common Stock"). The total number of shares of Series A Common Stock this corporation shall have authority to issue is 1,000,000, par value of \$.01 per share; and the total number of shares of Series B Common Stock this corporation shall have the authority to issue is 1,000,000, par value of \$.01 per share.

The holders of Series A Common Stock shall be entitled to one (1) vote for each share on all matters submitted to a vote, consent or approval of stockholders. The holders of Series B Common Stock shall have no voting rights

3. The directors and officers of the corporation are hereby authorized and directed to amend the Articles of Incorporation of the corporation to reflect this change of the authorized capital stock of the corporation.

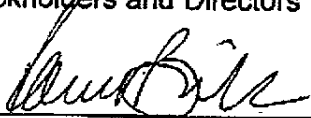
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4. All outstanding shares of common stock of the corporation shall constitute Series A Common Stock after the effective date of the amendment to the articles of incorporation.

5. The actions of the directors and officers of the corporation from the last meeting of stockholders and directors until the date of this corporate action are hereby ratified and confirmed as proper acts of the corporation.

6. The action contained herein was approved on the 15 day of JANUARY, 1998, and shall be effective as of the 1ST day of JANUARY, 1998, unless otherwise indicated.

IN WITNESS WHEREOF, the undersigned stockholders and directors have each executed the foregoing Corporate Action by Stockholders and Directors for the purpose of giving their consent thereto.



RONALD F. BIRK



STERLING T. STRANGE, III



GLENDON R. PORTER

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