P93000004495 DIS

LOUISE,

RE OUR TEL. CONVERSATION

FEES WERE PAID WITH
ANNUAL REPORT S000024489

\$00002448999--0 -02/03/98--91398--025 ****193.75 *****35.00

PLEASE SEND CERT. OF STATUS W/ NEW NAME.

THANKS, Wagne kullejan 98 FEB -3 AM 11: 41
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

W98000003395

name charge



January 25, 1998

Sandra B. Mortham Secretary of State Atate of Florida Tallahassee, FL 32302

Dear Secretary Mortham,

Enclosed is our 1998 Annual Report and articles of ammendment changing the corporate name and mailing address.

Following your instructions, we did not change the name on the annual report.

Also enclosed is our check for \$193.75 to cover the annual report filing fee, the amendment filing fee and a new certificate of status.

Please issue the new certificate of status with our new corporate name.

Thank you for your prompt attention to these matters. If you have any questions or need any additional information, do not hesitate to contact me.

Respectfully,

Wayne Mulligan

Vice President & General Manager DTS Software Latin America, Inc.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

98 FEB -3 AMII: 41

SECRETARY OF STATE TALLAHASSEE. FLORIDA

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(present name)						

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)

Amended articles:

ARTICLE I - NAME

The name of this corporation is DTS SOFTWARE LATIN AMERICA, INC.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

80 SW 8th Street, Suite 2024 Miami, FL 33130

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:

	\cdot				
THIRD:	The date of each amendment's adoption: 12-30-97				
FOURTH	: Adoption of Amendment(s) (CHECK ONE)				
Z	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 by				
	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.				
Signature	Signed this				
	OR				
	(By a director if adopted by the directors)				
	OR				
	(By an incorporator if adopted by the incorporators)				
Wayne Mulligan Typed or printed name					
	Vice President & General Manager				
Title					