

5/14/98

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FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DYNACORP, INC.

AUDIT NUMBER.....H98000009061

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 3

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DC
Amendment

FILED
98 MAY 14 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

H980000009061

KNOW ALL MEN BY THESE PRESENTS: The undersigned, as President and Secretary of DYNACORP, INC., a Florida corporation, do hereby certify that the following amendment to the Articles of Incorporation was approved by a majority vote of the shareholders and by a majority vote of the directors of said corporation on the day of May, 1998, and that the number of votes cast for the amendment by the shareholders and directors respectively was sufficient for approval by such voting group:

AMENDMENT

ARTICLE II, PARAGRAPH 3, of the Articles of Incorporation is hereby deleted in its entirety, and the following is substituted therefor:

"ARTICLE II

3. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise deal and trade in and with mutual funds, bonds, stocks and options, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

IN WITNESS WHEREOF, the undersigned, as President and Secretary respectively, have caused the seal of said corporation to be affixed to these Articles of Amendment, at Aventura, Florida, on this 12th day of May, 1998.

DYNACORP, INC.
CORPORATE
(CORPORATE SEAL)
Seal
1993
FLORIDA

David Ehrlich, President

Arlette Ehrlich, Secretary

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12th day of May, 1998, by David Ehrlich and Arlette Ehrlich, as President and Secretary respectively of DYNACORP, INC., a Florida

Page 1

THIS INSTRUMENT PREPARED BY:

Karen S. Leopold, Esquire
LEOPOLD & LEOPOLD, P.A.
20801 Biscayne Blvd., #501
Aventura, FL 33180
Telephone: (305) 935-3500
Florida Bar No.: 163308

P.02/03

EMPIRE CORPORATE KIT

MAY-14-1998 08:42

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

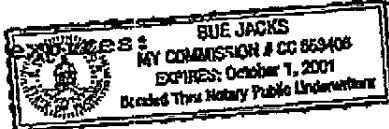
98 MAY 14 PM 12:30

FILED

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corporation, on behalf of the corporation, who [] are personally known to me or [] produced Florida driver's license as identification.

My commission



Sue Jacks
Notary Public, State of Florida

Sue JACKS
Print name of notary public

THIS INSTRUMENT PREPARED BY:

Karen S. Leopold, Esquire
LEOPOLD & LEOPOLD, P.A.
20801 Biscayne Blvd., #501
Aventura, FL 33180
Telephone: (305) 935-3500
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