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March 25, 1997

AMENDMENTS AND MERGER SECTION
Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32301

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-03/27/97--01038--005
*****87.50 *****87.50

RE: Pronto Circuit
Technologies, Inc.
Our File No. 4719.3

Gentlemen:

Enclosed herewith please find an original and a photocopy of a fully executed Third Amendment to Articles of Incorporation for the captioned entity, whereby the capital stock of the corporation is being increased to 100,000 shares.

Please file the same with the Secretary of State and thereafter forward a certified copy of the Third Amendment to Articles of Incorporation to the undersigned for placement in the corporate records. A check for \$87.50 is also enclosed to defray the cost of filing the Third Amendment to Articles of Incorporation of a Profit Corporation (\$35.00) and obtaining a certified copy of the same (\$52.50).

Thank you for your cooperation in this matter.

Sincerely,



Mario G. de Mendoza, III

MGHIII/dw
enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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THIRD AMENDMENT
TO
ARTICLES OF INCORPORATION OF
PRONTO CIRCUIT TECHNOLOGIES, INC.

RESOLVED that Article IV of the Articles of Incorporation of PRONTO CIRCUIT TECHNOLOGIES, INC. be amended to read as follows:


ARTICLE IV
Capital Stock

This corporation is authorized to issue 100,000 shares of one (\$1.00) dollar par value common non-assessable stock.

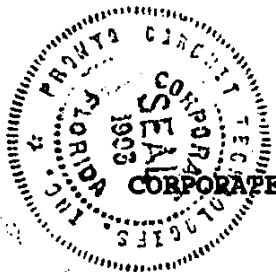
Be it further resolved that this amendment shall be effective when approved by the Department of State of the State of Florida.

STATE OF FLORIDA)
)
COUNTY OF BROWARD) SS

I, DONALD PUCCI, do hereby certify that I am the President of PRONTO CIRCUIT TECHNOLOGIES, INC., a corporation organized under the laws of the State of Florida; that the foregoing resolution amending the Articles of Incorporation of said corporation and providing for an effective date for said amendment were adopted by the unanimous vote of the Board of Directors and of the stockholders of said corporation at a joint meeting of the Directors and Stockholders held on the 5th day of March, 1997, notice of which was waived pursuant to the laws of the State of Florida.

X 
Donald Pucci, President

IN WITNESS WHEREOF, PRONTO CIRCUIT TECHNOLOGIES, INC. has caused these presents to be signed in its name by its proper officer and its corporate seal to be affixed by its President this X 11 day of March, 1997.



PRONTO CIRCUIT TECHNOLOGIES, INC.

By: X *Donald Pucci*
Donald Pucci, President

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that, before me personally appeared DONALD PUCCI, as President of PRONTO CIRCUIT TECHNOLOGIES, INC., a corporation under the laws of the State of Florida, to me PERSONALLY known to be the person described in and who executed the foregoing instrument and severally acknowledged his execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned, and that said instrument is the act and deed of said corporation.

WITNESS my hand and official seal this 24 day of March, 1997.

(NOTARY SEAL)

Joyce A. Lamoly
Joyce A. Lamoly Notary Public
Commission expires: 6-2-98
Commission Number: _____

