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Broad + Cassel
Requestor's Name
201 S. Biscayne Blvd.
Address
Miami FL 33131
City State ZIP Phone

VALIDATION ONLY

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*****35.00 *****35.00

CORPORATION(S) NAME

Digital technologies Holdings Inc

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Empire Toll Free: 1-800-432-3028

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|---|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

Name
Availability
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Examiner
Updater
Verifier
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W.P. Verifier

2/2 Jon Amend

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
DIGITAL TECHNOLOGIES HOLDINGS, INC.

FILED
SECTION 2
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, President of Digital Technologies Holdings, Inc., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

1. The name of the Corporation is Digital Technologies Holdings, Inc.
2. The Articles of Incorporation of the Corporation are hereby amended by deleting Article III in its entirety and substituting the following therefor:

ARTICLE III

Authorized Capital

The corporation is authorized to issue (a) One Thousand (1,000) shares of common stock, with a par value of \$1.00 per share; and (b) Two Thousand (2,000) shares of preferred stock with a par value of \$1,000.00 per share. Said preferred stock shall be non-cumulative, non-voting, non-participating, and nonconvertible.

The other preferences, limitations, designation, restrictions, and relative rights of the shares of said preferred stock shall be as follows:

- A. **Face Value.** Each share of the preferred stock will have a face value of \$1,000.00.

PREPARED BY:
Linda C. Frazier
Florida Bar Number 0990035
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Miami, Florida 33131

B. Dividend Rights. The holders of record of shares of the preferred stock shall be entitled to receive, when and as declared by the Board of Directors out of funds legally available therefor, dividends in cash, at a rate per share of \$100.00 per annum and no more (the "Dividend Rate"), on such date as shall be determined by the Board of Directors, in preference to and in priority over dividends upon the common stock of the corporation.

C. Voting Rights. Except as otherwise required by law, the preferred stock shall not entitle the holders thereof to vote upon any matter relating to the business or affairs of the corporation or for any other purpose.

D. Liquidation Rights. In the event of any liquidation, dissolution or winding up of the corporation, whether voluntary or involuntary, the holders of preferred stock shall be entitled to receive \$1,000.00 per share, plus an amount equal to any dividends accrued and unpaid through the date of such event, but no more, before any distribution or payment may be made to the holders of any common stock. In the event that the assets of the corporation available for distribution to the holders of shares of the preferred stock are insufficient to pay in full all amounts to which such holders are entitled pursuant to this paragraph D, then the entire assets of the corporation available for distribution to the holders of the preferred stock shall be distributed among such holders in equal amounts per share, and no such distribution shall be made on account of any shares of the common stock.

E. Redemption Rights. The preferred stock may be redeemed, in whole or in part, upon thirty (30) days prior written notice to the holders, at the option of the corporation by resolution of its Board of Directors, at any time, and from time to time, at the redemption price per share of \$1,000 plus an amount equal to any dividends accrued and unpaid through the date fixed for redemption. The holders of the preferred stock shall have no right to require the corporation to redeem such stock.

3. The foregoing amendment was adopted by the shareholders and directors of the corporation by unanimous written consent dated December 31, 1997.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment on the 22nd day of October, 1997.



Daniel Rivera