

P94000027095

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURN ACCT#:
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NAME: MULTITECH BROKERAGE SOLUTIONS, INC.

AUDIT NUMBER.....H98000001251

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 PAGES..... 2

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DIVISION OF CORPORATIONS

Amendment

01/21/98

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
MULTITECH BROKERAGE SOLUTIONS, INC.

The undersigned, as Secretary of MULTITECH BROKERAGE SOLUTIONS, INC., a Florida corporation (the "Corporation"), does hereby certify that the Amendment provided for herein to amend Article V to the Corporation's Articles of Incorporation was adopted by resolution at a regularly scheduled and noticed meeting of the Board of Directors of the Corporation held on December 18, 1997 and that the holders of a majority of the outstanding shares of the Corporation's Common Stock entitled to vote approved this Amendment by a Special Corporate Action by Written Consent of Shareholders such that the number of votes cast for the amendment was sufficient for approval by the shareholders. Prompt notice of this action was provided to all stockholders of the Corporation in accordance with Chapter 607 of the General Corporate Law of the State of Florida and the provisions of the Corporation's Articles of Incorporation and Bylaws.

1. The name of the Corporation is:

MULTITECH BROKERAGE SOLUTIONS, INC., a Florida corporation.

2. The Articles of Incorporation, as amended on September 13, 1994, in the office of the Secretary of State of the State of Florida as Document No. P94000027095, is hereby amended by deleting Article V and substituting the following:

"ARTICLE V. Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the Corporation shall be 10,000,000 shares having a par value of \$.001. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitle to vote at such election."

All other provisions of the Articles of Incorporation remain the same as originally filed.

Prepared by:
Stephanie T. Marquardt, Esquire
911 Chestnut Street
Clearwater, FL 33757
(813) 461-1818
FL Bar No. 982628

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IN WITNESS WHEREOF, I, the undersigned Secretary of the Corporation, have hereunto subscribed my name this 20th day of January, 1998.

WITNESSES:

MULTITECH BROKERAGE SOLUTIONS, INC.,
a Florida corporation

Stephanie T. Marguardt
Print Name: Stephanie T. Marguardt
Tami Lee Meagher
Print Name: TAMI LEE MEAGHER

By: Richard A. Ayotte
Richard A. Ayotte, Secretary

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 20th day of January, 1998, by Richard A. Ayotte, as Secretary of MultiTech Brokerage Solutions, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me, or who produced FL DRIVERS LICENCE as identification.

Tami Lee Meagher
Notary Public
Print Name: TAMI LEE MEAGHER

0147019.01



Tami Lee Meagher
MY COMMISSION # 00584511 EXPIRES
May 13, 2000
BONDED THRU TRULY FAIR INSURANCE, INC.

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