



THE UNITED STATES
CORPORATION
COMPANY

P94000066072

ACCOUNT NO. : 072100000032

REFERENCE : 436061 4343687

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 20, 1997

ORDER TIME : 11:03 AM

ORDER NO. : 436061-005

CUSTOMER NO: 4343687

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-06/20/97--01055--019
*****35.00 *****35.00

CUSTOMER: Ms. Ellen Tischio
Gassman & Conetta, P.a.
Suite 102
1245 Court Street
Clearwater, FL 34616

DOMESTIC AMENDMENT FILING

NAME: OPENNET TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS

FILED
97 JUN 20 PM 2:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

97

JUN 20 PM 11:30

6/20

[Handwritten signature]

FILED

ARTICLES OF AMENDMENT OF
OPENNET TECHNOLOGIES, INC.

97 JUN 20 PM 2: 05

SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, KURT J. LONG, being the President of OPENNET TECHNOLOGIES, INC., does hereby certify that the following Amendment to the Articles of Incorporation of OPENNET TECHNOLOGIES, INC. was approved by the Stockholders of said Corporation on the 5TH day of ~~May~~ JUNE, 1997, at a duly called meeting of the Stockholders and Directors of the Corporation.

The Articles of Incorporation of OPENNET TECHNOLOGIES, INC. are hereby amended as follows:

1. Article 6.1 is hereby deleted and the following is inserted in lieu thereof:

6.1. The maximum number of shares that this Corporation is authorized to have outstanding at any time is Three Million, Five Hundred Thousand (3,500,000) shares of common stock, each share having no par value.

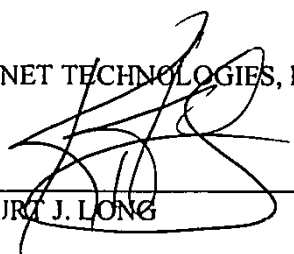
2. All amendments included herein were adopted JUNE 5TH, 1997, pursuant to Section 607.1004, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.

3. This Amendment has been approved by unanimous consent of all of the Shareholders of the Corporation who are entitled to vote the 5TH day of JUNE, 1997.

4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned do hereunto set their hands this 5TH day of JUNE, 1997.

OPENNET TECHNOLOGIES, INC.

By:  (SEAL)
KURT J. LONG

Its: President

ATTEST:

KURT J. LONG

Its Secretary

(SEAL)

STATE OF FLORIDA)

COUNTY OF PINELLAS)

ON THIS 5th day of June, 1997, before me NANCY C. GORTEN (name of notary) the undersigned notary, personally appeared KURT J. LONG, ~~known to me~~, or who produced FL. Drivers Lic. as identification, and who did take an oath, to be the person whose name is subscribed to the above instrument, and being informed of the contents of said instrument, acknowledged that he voluntarily executed the same for the uses and purposes herein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Nancy C. Gorten
Notary Public

My Commission Expires:



Nancy C. Gorten
My Commission CG821808
Expires February 13, 2001

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:emt 5-15-97