

P94000092489

DAVID S. PIERCEFIELD, P.A.
COUNSELLOR AT LAW
230 MAITLAND AVENUE
SUITE 200
MAITLAND, FLORIDA 32751

TELEPHONE (407) 629-8118

FACSIMILE (407) 629-7274

January 29, 1997

Via Federal Express-Standard Air

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300002075983--0
-02/03/97--01052--014
****122.50 ****122.50

Re: Jason Data Systems, Inc.

Gentlemen:

Enclosed for filing is an original and one copy of a Certificate of Amendment for the above-named corporation, along with our check in the amount of \$122.50 to cover the cost of filing these Amended Articles.

Please return a certified copy of the Certificate to the undersigned. If you have any questions, please contact me immediately.

Yours very truly,


David S. Piercefield

DSP/mw
Enclosures

97 FEB -3 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AM
CL

2-7

CERTIFICATE OF AMENDMENT

FILED
97 FEB -3 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Gary Plotnik, the duly elected and qualified President and Secretary of Jason Data Systems, Inc. a Florida corporation, does hereby certify that the following is a true and correct copy of action taken by written consent without a meeting by the shareholders and directors of said corporation as of the 3rd day of October, 1996, pursuant to the provisions of Section 607.0821 and Section 607.0704, Florida Statutes:

RESOLVED that Article V of the Articles of Incorporation of Jason Data Systems, Inc., (f/k/a J.N. Computer Technology, Inc.) be, and the same hereby is amended and restated in its entirety as follows:

Article V
Capital Stock


1. Number and class of shares authorized: Par Value:

This corporation is authorized to issue 75,000 shares of voting common stock, having a par value of \$0.01, per share, which shall be designated "voting common stock." This corporation is also authorized to issue 10,000,000 shares of non-voting common stock having a par value of \$0.0001, per share, which shall be designated "non-voting common stock."

2. Voting Rights. The only difference between voting common stock and non-voting common stock shall be the existence of voting rights. In all other respects such shares of common stock shall be deemed identical. The voting common stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders, each record holder of such voting common stock shall be entitled to one vote for each share held. Shareholders holding voting common stock shall have no cumulative voting rights in any election of directors of the corporation. Holders of non-voting common stock shall have no voting rights, no right to participate in any meetings of the shareholders and shall have no right to notice thereof.

3. No Preemptive Rights. No shareholder of this corporation shall have the right, upon the sale for cash or otherwise of any new stock of the corporation or of any stock of the corporation held by it in its treasury or otherwise, of the same or any kind, class or series which he/she already holds, to purchase his/her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal this 31st day of October, 1996.



Gary R. Plotnik,
President & Secretary


STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me, an officer duly authorized in the State and County aforesaid to administer oaths, personally appeared GARY R. PLOTNIK, who being duly sworn, deposes and says: That he is the President of Jason Data Systems, Inc., a corporation, duly organized under the laws of the State of Florida, having its principal place of business in Altamonte Springs, Florida; that he has read the foregoing Certificate of Amendment and that the same is true and correct.



Gary R. Plotnik

Sworn to and subscribed before me
this 31st day of October, 1996 by
Gary R. Plotnik who is personally known
to me or who produced N/A
as identification.



Notary Public

