

Jan. 20. 1999 12:44PM

P 95000007767

No. 3761 Pa. 4 of 2

Florida Department of State
Division of Corporations
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Fax Number : (850) 922-4000

From: Account Name : TODD W. KLISTON, ESQ.
Account Number : 075221000013
Phone : (954) 473-4900
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PC SOLUTIONS, INC.

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Katherine Harris
Secretary of State

January 20, 1999

PC SOLUTIONS, INC.
3260 NW 23 AVE
STE E-800
POMPANO BEH, FL 33069US

SUBJECT: PC SOLUTIONS, INC.
REF: F95000007767

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

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Karen Gibson
Corporate Specialist

FAX Aud. #: H99000001488
Letter Number: 699A00002585

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
P.C. SOLUTIONS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article I is amended to read as follows:
The name of the corporation is Network Technologies Group, Inc.

SECOND: Article IV relating to the authorization of shares is deleted in its entirety and in its place is added the following:

Article IV - Classes of Stock
Voting and Nonvoting

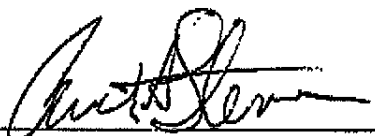
1. **Total Shares** - The aggregate number of shares the corporation has authority to issue are ten million shares (10,000,000), being no more than five million (5,000,000) of Class A stock and five million (5,000,000) of Class B stock, as defined below.
2. **Classes and Rights** - The shares of the corporation are divided into two classes of stocks - Class A and Class B. The two classes are identical in rights and powers except that the holders of Class B stock shall have no voting power for any purpose. All voting power is listed exclusively in the holders of Class A stock.
3. **Par-Value** - Both Class A and Class B stock shall be issued with no par value.

THIRD: The provisions for implementing the changes in the shares of the corporation are as follows:
There are currently 111 issued and outstanding shares. Existing shareholders will receive 16,529 shares of new Class A shares for each share of old stock held.

FOURTH: The date of each amendment's adoption was December 21, 1998.

FIFTH: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 21st day of December, 1998.


Paul A. Stern, President