

P95000032378



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 298547

6465A

AUTHORIZATION

*Patricia Pujate*

COST LIMIT : \$ 43.75

FILED  
99 JUL -7 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : July 7, 1999

ORDER TIME : 11:06 AM

ORDER NO. : 298547-005

CUSTOMER NO: 6465A

900002925149--4

CUSTOMER: Ms. Julie Hiner  
Giles & Robinson, P.a.  
P. O. Box 2631

Orlando, FL 32802

DOMESTIC AMENDMENT FILING

NAME: COLEMAN TECHNOLOGIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

RECEIVED  
99 JUL -7 PM 12:08  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CONTACT PERSON: Janine Lazzarini

C. COULLETTE JUL 07 1999

EXAMINER'S INITIALS: CC

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
COLEMAN TECHNOLOGIES, INC.

99 JUL -7 PM 3:24  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article III of the Articles of Incorporation of Coleman Technologies, Inc. were amended by the Corporation's Board of Directors and unanimously approved by the Shareholders on July 6, 1999. The Corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to Florida Statute Section 607.1006.

1. The name of the corporation is Coleman Technologies, Inc.
2. Article III of the Articles of Incorporation of Coleman Technologies, Inc. has been amended as follows:

"ARTICLE III - Capital Stock

(a) The maximum number of common shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Ten Million (10,000,000) having a par value of One Hundredth Cent (\$0.0001) per share.

(b) The preferences, qualifications, limitations and restrictions, and the special or relative rights with respect to the shares of common stock are as follows:

1. Holders of voting common stock of this Corporation shall be entitled to one (1) vote for each share of voting common stock standing in his or her name at any and all meetings of the Shareholders of this Corporation.

2. In the election of Directors of this Corporation there shall be no cumulative voting of any share of stock entitled to vote at such election.


3. No holder of any share of voting common stock shall have preemptive rights to subscribe for or to purchase any additional share of stock of any class or to otherwise preserve such holder's percentage ownership of the capital stock of the Corporation or any class thereof."

3. The foregoing Amendments to Articles of Incorporation were duly adopted by the Board of Directors on July 6, 1999.

4. The above Amendments to Article III were approved by the unanimous consent of the Shareholders of the Corporation on July 6, 1999, which unanimous consent was sufficient for the adoption of these Articles of Amendment by the Corporation.

IN WITNESS WHEREOF, the undersigned as President and Chief Executive Officer of this Corporation has executed these Articles of Amendment on July 6, 1999.

  
\_\_\_\_\_  
Michael A. Coleman, Chief Executive Officer

  
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Benjamin J. Patz, President