

Jan. 12. 2001 3:35PM

No. 5475 Rev. 1-99

P95000048533

Florida Department of State

Division of Corporations

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(((H01000005972 4)))

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BASIC AMENDMENT

ADVANTECH SOLUTIONS II, INC.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$52.50

AMEND
KRB
1-16
(3)

Jan. 12. 2001 3:35PM

No. 5475 P. 2
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NUMBER: (((H01000005972 4)))

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
ADVANTECH SOLUTIONS II, INC.**

ADVANTECH SOLUTIONS II, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article III in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE III - CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$.001 (the "Common Stock"). Each share of issued and outstanding Common Stock shall entitle the holder thereof to one vote on each matter with respect to which shareholders have the right to vote and to fully participate in all shareholder meetings. Each share of Common Stock shall entitle the holder thereof to share ratably in the net assets of the corporation upon liquidation or dissolution."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §607.0821, .0704 and .1003, Florida Statutes, shareholders holding all of the stock of the Corporation and all directors having executed a written statement, dated December 28, 2000 manifesting their intentions that the amendments be adopted; and the number of votes cast for the amendments by the shareholders having been sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 28th day of December, 2000.

ADVANTECH SOLUTIONS II, INC.

By: _____

David Volpi, President

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STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, under oath, this 28th day of December, 2000 by David Volpi, an individual known to me ~~or who has produced~~ as identification, in his capacity as President of AdvanTech Solutions I, Inc., a Florida corporation, on behalf of the corporation and for the uses and purposes described therein.

sign Beverly A. Evans

print Beverly A. Evans

NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:

217950.1

 Beverly A. Evans
My Commission CC043227
Expires June 06, 2004

FAX AUDIT NUMBER: (((H01000005972 4)))