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FROM: FOLEY & LARDNER

ACCT#: 072720000061

CONTACT: VALERIE HODGE

PHONE: (904)359-2000

FAX #: (904)359-8700

NAME: SCANSYS CORPORATION

AUDIT NUMBER.....H97000010152

DOC TYPE.....BASIC AMENDMENT

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Co.	DIV CORPS	Co.	FOLEY & LARDNER
Dept.	SEC STATE	Phone	(904)359-2000
Fax #	(904)922-4000	Fax #	(904)359-8700

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Amendment
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6/20/97

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TO: DIVISION OF CORPORATIONS

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CONTACT: VALERIE HODGE
PHONE: (904)359-2000

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To	AMENDMENTS	From	V. HODGE
Co.	DIV CORPS	Co.	FOLEY & LARDNER
Dept.	SEC STATE	Phone	(904)359-2000
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06/20/87 10:39 Florida Department pl /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 20, 1997

SCANSYS CORPORATION
6196 LAKE GRAY BLVD
SUITE 109
JACKSONVILLE, FL 32217US

SUBJECT: SCANSYS CORPORATION
REF: P95000085284

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Darlene Connell
Corporate Specialist

FAX Aud. #: H97000010152
Letter Number: 997A00033002

Fax Audit No. H97000010152 1

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
SCANSYS CORPORATION**

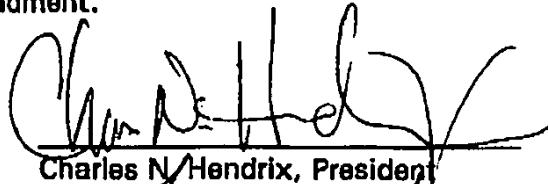
The following amendment to the articles of incorporation of **SCANSYS CORPORATION**, have been adopted by the unanimous written consent of directors and stockholders of the corporation as at the close of business on Monday, June 16, 1997:

Article IV is amended and re-stated to read:

Article IV - Capital Shares


The aggregate number of shares which this corporation shall have authority to issue shall be 2000 shares. The number of shares in excess of 700 are reserved for issuance pursuant to the exercise of warrants issued by the corporation.

The number of votes cast for the amendment by the shareholders was sufficient for approval. There was no requirement that separate groups of shareholders vote to approve the amendment.



Charles N. Hendrix, President

Attest:



Francis M. Scheu, Secretary

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TALLAHASSEE, FLORIDA

Prepared by: Linda Y. Kalso, Fla. Bar No. 298662
Foley & Lardner
200 Laura Street, Jacksonville, FL 32202
904/359-2000

Fax Audit No. H97000010152 1

P95000085831

ARTICLES OF MERGER
Merger Sheet

MERGING:

CUCO'S TOOL RENTAL, INC., a Florida corporation, P95000085831

INTO

NATIONAL HARDWARE, INC., a Florida corporation, K99971

File date: June 20, 1997

Corporate Specialist: Carol Mustain