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Florida Department of State
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DIVISION OF CORPORATIONS

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BASIC AMENDMENT

TITAN BUSINESS SERVICES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Amendment

6/11/01 DC

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**ARTICLES OF SECOND AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TITAN BUSINESS SERVICES, INC.**

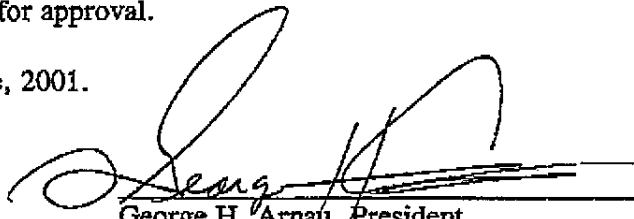
Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following amendment to its Articles of Incorporation:

FIRST: Article IV of the Articles of Incorporation and the Articles of First Amendment is amended to increase the total number of shares authorized to Five Hundred Thousand Shares (500,000) of common stock with a par value of \$1.00 per share.

SECOND: The date of the amendment's adoption is June 7, 2001.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 7th day of June, 2001.


George H. Arnau, President
Sole Stockholder

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