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July 28, 1997

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Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

FILED
97 JUL 31 PM 12:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Articles of Amendment to Articles of Incorporation
of COMPUTER SOCIETY, INC.

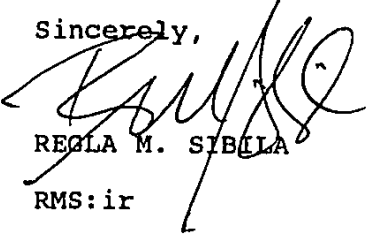
Dear Sir or Madam:

Attached please find original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of Computer Society, Inc., as well as my check in the amount of Thirty Five (\$35.00) Dollars covering the cost of filing same.

A self-addressed, stamped envelope is attached for your convenience in providing us with a copy of the stamped Articles upon filing.

Thank you for your usual attention and courtesies to all matters.

Sincerely,


REGLA M. SIBILA

RMS:ir

Enclosures

Amend

VS AUG 8 1997

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
COMPUTER SOCIETY, INC.

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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: Amendments adopted:

1. Article VII of the original articles are amended as follows: The new Board of Directors will consist of one person, to wit: ALBERT ZAIDNER, whose post office/street address is 6200 NW 5th Street, in Miami, Florida 33126.

2. The Resignation signed by REGLA M. SIBILA of even date with these Articles is hereby ratified.

3. ALBERT ZAIDNER will hold the offices of President, Vice President, Secretary and Treasurer.

4. The corporation accepts and ratifies the return of its fifty one (51) shares of stock previously held by REGLA M. SIBILA and re-issues same to ALBERT ZAIDNER for a total of one hundred (100) shares of common stock now held by ALBERT ZAIDNER.


5. ALBERT ZAIDNER will be sole shareholder and director of the corporation.

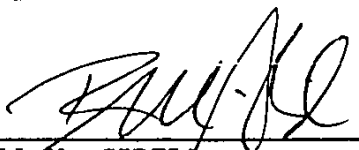
6. ALBERT ZAIDNER will remain Registered Agent.

SECOND: The date of the adoption of each amendment is July 21, 1997.

THIRD: The amendments were approved by the shareholder/director. No other action was required.

DATED this 21st day of July, 1997.


ALBERT ZAIDNER
Sole Director/ Shareholder


REGLA M. SIBILA
Resigning Director/Shareholder