CAPITAL CONNECTIONS 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

| Tertiary | |
|----------|------|
| | Inc. |

Signature

Requested by:

Walk-In ____

Date

Will Pick Up _____

Name

200002182492--3 -05/19/97--01032--007 ******87.50 *****87.50

| | Art of Inc. File |
|-----|--------------------------------|
| | LTD Partnership File |
| | Foreign Corp. File |
| | L.C. File |
| | Fictitious Name File FC 9 |
| | Name Reservation |
| | Merger File 29 |
| _0_ | Art. of Amend. File |
| | RA Resignation 9 |
| | Dissolution / Withdrawal 25 5 |
| | Annual Report / Reinstatement |
| 1 | Cert. Copy |
| | Photo Copy |
| | Certificate of Good Standing |
| | Certificate of Status |
| | Certificate of Fictitious Name |
| | Corp Record Search |
| | Officer Search S |
| 7- | Fictitious Search |
| | Fictitious Owner Search 5 |
| ' | Vehicle Search |
| | Driving Record |
| | UCC 1 or 3 File |
| | UCC 11 Search |
| | UCC 11 Retrieval |
| l | Courier |



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 19, 1997

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: TERTIARY HOLDINGS, INC.

Ref. Number: P96000017116

We have received your document for TERTIARY HOLDINGS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 397A00026686

Corrected

ARTICLES OF AMENDMENT OF TERTIARY HOLDINGS, INC.

ARTICLE I.

The name of this Corporation is Tertiary Holdings, Inc.



ARTICLE II.

Article IV of the Articles of Incorporation of the Corporation is hereby amended to add preferred stock to the capital stock of the Corporation as follows:

The Corporation is hereby authorized to issue Three Million (3,000,000) shares of no par value preferred stock. The rights, preferences, consideration and all other terms of the preferred stock shall be fixed by the Board of Directors.

ARTICLE III.

The amendment sent forth in Article II hereof was adopted by the affirmative written consent dated April 25, 1997 of the holders of a majority of the Common Shares of the Corporation entitled to vote at a meeting of the shareholders. The number of votes cast for the amendment set forth in Article II hereof by the shareholders was suffcient for approval.

ARTICLE IV.

The amendment set forth in Article II hereof does not provide for an exchange, reclassification, or cancellation of issued Common Shares.

ARTICLE V.

The amendment set forth in Article II hereof shall become effective upon the filing of these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment in his respective corporate capacity this 5th day of May 1997.

ATTEST:

Michael Latterner, Secretary

TERTIARY HOLDINGS, INC.

lichael Latterfler, President

STATE OF FLORIDA)

COUNTY OF DADE) SS:

BE IT REMEMBERED that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Michael Latterner, known to me and known by me to be the person described as the person executing the foregoing Articles of Amendment, and he acknowledged before me that he executed said Articles of Amendment this 5th day of _______, 1997.

WITNESS my hand and seal in said State and County, this 5 th day of May, 1997.

Notary Public

My Commission Expires:

Carolee McIntire
Notary Public, State of Florida
My Comm. Expires Aug. 5, 2000
No. CC549582
Bonded Trav @first Energy Denter
1-(800) 723-0121