

Centrack™ International, Inc.

21045 Commercial Trail • Suite 103 • Boca Raton, FL 33498
Tel: 561-362-8444 • Fax: 561-362-0670

P96000029437

June 4, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Ref. Number: P96000029437

200002218502--7
-06/20/97--01076--004
*****35.00 *****35.00

Att'n: Steven Harris

Dear Sir:

Enclosed please find the revised Articles of Amendment that were returned to me for correction. This has been completed as per your instructions.

I have also enclosed a cashier's check in the amount of \$35.00. I had submitted a check to you with the original filing but regrettably it was returned unpaid. Please accept my apology for this unfortunate occurrence. If there are any charges for the unpaid check please notify me and they will be paid promptly.

Sincerely,


John J. Lofquist
President & CEO

JJL/clh
Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN 19 AM 11:10

Amend

JUN 19 1997

Centrack™ International, Inc.

21045 Commercial Trail • Suite 103 • Boca Raton, FL 33406
Tel: 561-362-9444 • Fax: 561-362-0670

P 960000 29437

June 16, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Att'n: Thelma Lewis
Ref. Number: P96000029437

Dear Ms. Lewis:

Debit Memo # 73862-B \$15.00 Service charge fee

Enclosed please find a cashier's check in the amount of \$30.00 to cover the fees incurred when two checks that were sent in to the State were returned by bank. These returned checks were replaced with cashier's checks on June 4th.

I apologize for any inconvenience I might have caused and if there are any questions please feel free to call me at the above number.

Sincerely



John J. Lofquist
President

JJL/clh
Encl.

300002217253--7
-06/19/97--01002--013
***30.00 ***30.00



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 2, 1997

John J. Lofquist
Centrack International Inc.
21045 Commercial Trail, Suite 103
Boca Raton, FL 33486

SUBJECT: CENTRACK INTERNATIONAL, INC.
Ref. Number: P96000029437

We have received your document for CENTRACK INTERNATIONAL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one box should be checked in the section labeled "Fourth". The name listed in Article I is identical to the current corporate name. If the name of the corporation is not changing, please remove this article from the amendment.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 997A00023140

RECEIVED
97 JUN - 9 PM 12: 39
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
97 JUN 19 AM 11: 10

Centrack International, Inc. (P96000029437)

(present name)

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: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 3. Principal office of corporation is 21045 Commercial Trail, Suite 103, Boca Raton, FL 33486.

Article 5. The officers of the corporation shall now be:
John J. Lofquist - President
Cynthia Harris Lofquist - Secretary
John J. Lofquist - Treasurer
William S. Whiteside - Vice-President

Article 6. The directors of the corporation are:
John J. Lofquist - Chairman
Cynthia Harris Lofquist - Director
Bromwell Ault - Director

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

There shall be authorized two classes of common shares of stock;
Authorized 750,000 Class 'A' voting common shares - issued NONE
Authorized 750,000 Class 'B' super voting common shares (4 votes per share). Issued 7,500. Par Value for both classes of stock will be \$.001 per share.

Article 1. January 2, 1997
Article 3. May 6, 1996
Article 5. May 6, 1996
Article 6. May 6, 1996

THIRD: The date of each amendment's adoption: _____

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ the Board of Directors voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 17th day of April, 1997.

Signature _____

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

John J. Lofquist Chairman and President

Typed or printed name

Title