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LAW OFFICES  
**RYAN & RYAN, P.A.**  
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700 EAST DANIA BEACH BOULEVARD  
DANIA BEACH, FLORIDA 33004-3090

ARCHIE J. RYAN, III  
TIMOTHY M. RYAN  
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MICHAEL S. BENDER

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September 21, 2000

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

400003403934--3  
-09/26/00--01029--004  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Articles of Amendment to Articles of Incorporation  
DBS SYSTEMS, INC.  
Our File Number: 16889C-RE

Gentlemen:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of DBS Systems, Inc., together with our Trust Account Check Number 12730, payable to the Department of State in the sum of \$43.75, in payment of the following:

Filing Fee	\$ 35.00
Certified Copy	<u>8.75</u>
Total:	\$ 43.75

Please return the certified copy of the Articles of Amendment to the undersigned, a self-addressed stamped envelope is enclosed for your use in this regard.

NC Amend  
10-3-00  
MBS

Very truly yours,

  
ARCHIE J. RYAN III

AJR-III:lr  
Encls.

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

00 SEP 25 AM 11:24

FILED

AMENDMENT TO ARTICLES OF INCORPORATION

The semi-annual meeting of the stockholders of DBS Systems, Inc., was held at 499 East Sheridan Street, Suite 300, Dania, Broward County, Florida, at 2:00 p.m. on the 11<sup>th</sup> day of September, 2000 in the pursuance of the foregoing call and waiver of notice.

On a roll call of the Directors by the Secretary, the following were found to be present:

Al Behrendt

Joe Napoli

A quorum being present, on motion duly made and carried, it was resolved that the By-Laws of DBS Systems, Inc. be changed as follows:

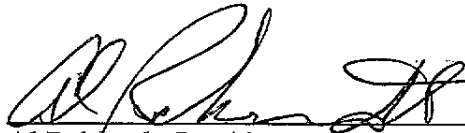
Article 1

Name and Location


Section 1: The name of the corporation shall be changed to GEOSat Solutions, Inc.

Section 2: Its principal office is now located at 499 East Sheridan Street, Suite 300, Dania, Florida 33004.

No further business appearing, on motion duly made and carried, the meeting was adjourned.

  
Al Behrendt, President

ATTEST:

  
Al Behrendt, Secretary/Treasurer

STATE OF FLORIDA  
TALLAHASSEE

00 SEP 25 AM 11:24

FILED


STATE OF FLORIDA       )  
                                      )  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this day, before me and officer duly authorized to administer oaths and take acknowledgments, personally appeared AL BEHRENDT, known to me to be the President and Secretary respectively of DBS SYSTEMS, INC., a Florida corporation, the corporation in whose name the foregoing instrument was executed, and that he severally acknowledged executing the same for such corporation, freely and voluntarily, under authority duly vested in him by said corporation, and that the seal affixed thereto is the true corporate seal of said corporation, that I relied upon the following form of identification of the above-named person: Florida Driver License and that no oath was taken.

WITNESS my hand and official seal in the County and State last aforesaid this 11th day of September, 2000.

  
\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:

 Archie J Ryan  
My Commission CC754280  
Expires August 10, 2002