## P960000737/8 DITTMER, WOHLUST & WILKINS, P.A.

Allomeys al Law 230 LOOKOUT PLACE MAITLAND, FLORIDA 32751

TERRANCE H. DITTMER G. CHARLES WOHLUST ROBERT C. WILKINS, JR. POST OFFICE BOX 941690 MAITLAND, FLORIDA 32794-1690 TELEPHONE (407) 539-0009 FACSIMILE (407) 539-1995

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February 26, 1997

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

RE:

Dynasty Electronics, Inc. and

PACE Group, Inc.

Dear Sir/Madam:

In connection with the above-referenced corporation, enclosed for filing with the Secretary of State is an original and one copy of the Articles of Amendment to the Articles of Incorporation of Dynasty Electronics, Inc. Also enclosed is my firm's check payable to the Department of State in the amount of \$35.00 to cover the costs of filing said documents with the Secretary of State.

Please send verification of filing and certified copy of each document to our office at the above address. Should you have any questions regarding this matter, please do not hesitate to call.

Sincerely,

Debbie Jamski

Debbie Jamski

Legal Assistant

/daj

**Enclosures** 

VS MAR 6 1997

amend

## ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF DYNASTY ELECTRONICS, INC.

FILED 97 MAR -3 AM 8: 43 SECRETARY OF STATE TALLAHASSEE FLORIMA

TO: Department of State Tallahassee, Florida 32304

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

- I. The name of the corporation is presently Dynasty Electronics, Inc.
- II. The following amendment(s) to the articles of incorporation are adopted:

Article V - Capital Stock shall be amended to provide as follows:

The aggregate number of shares that the corporation shall have the authority to issue is Ten Thousand (10,000) shares of common stock with a par value of one dollar (\$1.00) per share. 1000 shares shall be voting stock and 9000 shares shall be non-voting stock, which voting rights shall be indicated on each certificate.

No classes of stock. The shares of corporation are not to be divided into classes.

IV. The corporation has not yet issued share of stock and the sole incorporator has adopted this amendment to the Articles of Incorporation of Dynasty Electronics, Inc.

Dated: 10/15/96

Robert C. Wilkins, Jr., Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this LSD ay of October, 1996, by Robert C. Wilkins, Jr..

NOTARY PUBIC

My commission expires:

Personally Known\_1/OR Produced identification\_\_\_\_
Type of identification Produced\_\_\_\_\_\_



DEBORAH ANN JAMSKI My Commission CC509957 Expires Nov. 14, 1999