# P.O. Box 5828

Tallahassee, FL 32314 (800) 342-8086

ACCOUNT NO.

072100000032

REFERENCE

228597

81367A

AUTHORIZATION

COST LIMIT : \$ PREPAID

ORDER DATE: January 21, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 228597-005

CUSTOMER NO:

81367A

CUSTOMER: Ms. Karen Fornash

Eugene Kennedy, P.a.

517 Southwest First Avenue Fort Lauderdale, FL 33301

DOMESTIC AMENDMENT FILING

NAME:

PC CUBE CORPORATION

EFFICTIVE DATE:

ARTICLES OF AMENDMENT

RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

\*\*\*\*\*35.00 \*\*\*\*\*35.00

1013 CENTRE ROAD . P.O. BOX 1281 . WILMINGTON, DE 19899 . 302,998,0598 . 800,877,4224 . FAR 302,998,7078 http://www.corporate.com A CompuServe; GO INC A E-mail; corp@sinet.com >



### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 22, 1997

**CSC - LORI DUNLAP** 

TALLAHASSEE, FL

SUBJECT: P. C. CUBE CORPORATION

Ref. Number: P96000078122

RESUBMIT

Please give original submission date as file date.

We have received your document for P. C. CUBE CORPORATION and your check(s) totaling \$35.00. 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) 487-6906.

Dariene Connell Corporate Specialist

Letter Number: 697A00003133

97 JAN 23 PH 12: 31 DIVISION OF CORPORATION

## AMENDMENT TO ARTICLES OF INCORPORATION OF P.C. CUBE CORPORATION

The undersigned director of P.C. Cube Corporation (the "Corporation"), hereby certifica that on December 14, 1996, following a meeting of the Company's Shareholders and Directors are Resolution for amendment of the Articles of Incorporation was adopted and approved by a majority of the Shareholders, and the number of votes cast by the shareholders was sufficient for approval, as follows:

ARTICLE III, of the corporation is hereby deleted and shall no longer be in force and effect and in its place instead the following is inserted:

### **ARTICLE III**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding any one time is 20,000,000 shares of common stock, each share having the par value of \$.001. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and Secretary of this Corporation have executed this Amendment to the Articles Of Incorporation of P.C. Cube Corporation this \_\_\_\_/7 day of January, 1997.

P.C. CUBE CORPORATION

Kevin Waltzer, Chairman of the Board

Kevin Waltzer, Secretary

### ACKNOWLEDGMENT

STATE OF FLORIDA )
COUNTY OF 100451A SS
On this day of January, 1997, before me the undersigned officer duly authorized to take acknowledgments personally appeared KEVIN WALTZER, Chairman of the Board of Directors and Secretary of P.C. Cube Corporation who, [ / ] is personally known to me, or [ ] did produce as identification and that he, as such officer,
being duly surtherized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as such officer and director of the Corporation and he did not take an oath.
SWORN TO AND SUBSCRIBED before me on this day of January, 1997.
OFFICIAL NOTARY SEAL ANNETTE L CASCONE OTTARY PUBLIC STATE OF FLORIDA  Notary Public
OTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC355050 MY COMMISSION EXP. MAR. 3,1998  Notery Public  Notery Public  (Print Name)
My Commission Expires: