

P96000085597



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 196562 7146642

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 43.75

ORDER DATE : April 7, 1999

ORDER TIME : 10:34 AM

ORDER NO. : 196562-005

CUSTOMER NO: 7146642

CUSTOMER: Mr. Peter A. Savarese  
Michael Harris, P.a.  
Suite 550  
1645 Palm Beach Lakes Blvd.  
West Palm Beach, FL 33401

000002831960--6

*Amend*

RECEIVED

99 APR -7 AM 11:25

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: THE COMPUTER CHANNEL, INC.

EFFECTIVE DATE:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 APR -7 AM 11:50

FILED

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

*DDR*  
*4/8/99*

**ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION OF  
THE COMPUTER CHANNEL, INC.**

Pursuant to the provisions of §607.0704, §607.1001, and §607.1003 of the Florida Business Corporation Act (the "FBCA"), The Computer Channel, Inc. (the "Company") adopts this Amendment to the Articles of Incorporation set forth below:

1. The name of the Company is The Computer Channel, Inc.
2. The principal address of the Company is 211 Goolsby Blvd., Deerfield Beach, Florida 33432.
3. The following amendments to the Company's Articles of Incorporation were adopted on the 1st day of April, 1999 by the unanimous consent of the Company's board of directors and the holder of a majority of the shares entitled to vote in accordance with and in a manner prescribed by the FBCA.
4. Article III is hereby amended and shall read as follows:

**Article III – Capital Stock**

The maximum number of shares of capital stock which the Company is authorized to issue is 25,000,000 shares of common stock, par value \$0.001 per share.

5. Article IV is hereby amended and shall read as follows:

**Article VI – Directors**

The Company shall have a Board of Directors (the "Board") consisting of between two and nine directors. The exact number shall be established from time to time by the resolution of the Board and may be either increased or diminished from time to time as provided in the bylaws.

6. Article VII is hereby adopted and shall read as follows:

**Article VII – Combination of Shares**

Each 10 shares of the Company's common stock currently outstanding shall be combined into one share. The Company shall pay cash for fractional shares.

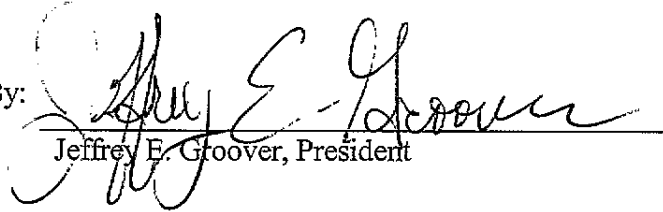
Pursuant to §607.0704(3) of the FBCA, timely notice of the shareholder authorization obtained by written consent on April 1, 1999 has been provided to those shareholders who have not consented fairly summarizing the material features of the authorized action.

99 APR -7 AM 11:30  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned President of this Company has executed the foregoing Amendment to the Company's Articles of Incorporation this 1st day of April, 1999.

THE COMPUTER CHANNEL, INC.

By:

A handwritten signature in dark ink, appearing to read "Jeffrey E. Groover", is written over a horizontal line. The signature is stylized with a large initial "J" and a long, sweeping tail.

Jeffrey E. Groover, President