

P 96000101844



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 325852 158224A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : April 10, 1997

ORDER TIME : 9:15 AM

ORDER NO. : 325852-005

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-04/10/97--01036--019
\*\*\*\*\*87.50 \*\*\*\*\*87.50

CUSTOMER NO: 158224A

CUSTOMER: Thomas P. Mcnamara, Esq
Thomas P. Mcnamara, P.a.
Suite 309
2909 Bay To Bay Boulevard
Tampa, FL 33629

DOMESTIC AMENDMENT FILING

NAME: RHEOLOGIX CORPORATION

EFFECTIVE DATE:

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: Tonya C. Holliday

EXAMINER'S INITIALS:

Handwritten initials and date: 4/11/97

FILED
97 APR 10 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECORDED
97 APR 10 AM 10:31
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
RHEOLOGIX CORPORATION

FILED  
97 APR 10 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RHEOLOGIX CORPORATION, a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on December 13, 1996.

2. The amendment to the Articles of Incorporation being effected hereby will change the number of authorized shares set forth in Article 3 of the Articles of Incorporation.

3. As amended below, Article 3 of the Articles of Incorporation changes the current capital structure of the Corporation by reducing the number of authorized shares of Common stock from 50,000,000 to 30,000,000 and by reducing the number of authorized shares of Preferred stock from 50,000,000 to 20,000,000 shares.

4. Pursuant to Section 607.1003(6), Florida Statutes, this amendment to the Articles of Incorporation was approved by the unanimous written consent of the shareholders of the Corporation without the action of the board of directors, as of Apr. 14, 1997.

5. Upon the filing of the Articles of Amendment of the Articles of Incorporation, each share of the presently issued and outstanding common stock of the Corporation,

- without the taking of any action by the holder thereof, shall remain 1 share of common stock.

6. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, the changes to Article 3 of the Articles of Incorporation of the Corporation shall be amended by substituting the number 30,000,000 for the number 50,000,000 in paragraph (a)(1) thereof and by substituting the number 20,000,000 for the number 50,000,000 in paragraph (a)(2) thereof.

IN WITNESS WHEREOF, RHEOLOGIX CORPORATION has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President, this 4 day of April, 1997.

RHEOLOGIX CORPORATION

By:   
Richard C. Davis, President

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