



THE UNITED STATES
CORPORATION
COMPANY

P96000103929

ACCOUNT NO. : 072100000032

REFERENCE : 264331 4724281

AUTHORIZATION :

COST LIMIT : \$ 35.00

FILED
97 FEB 21 PM 3:35
TALLAHASSEE, FLORIDA

ORDER DATE : February 18, 1997

ORDER TIME : 9:10 AM

ORDER NO. : 264331-010

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CUSTOMER NO: 4724281

CUSTOMER:

Christopher Riley Esquire
200 Mamaroneck Ave
Suite 601
White Plains, NY 106010000

DOMESTIC AMENDMENT FILING

NAME: CYCLE CONSULTING INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N HENDRICKS FEB 21 1997

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of
CYCLE CONSULTING INC. shall be amended to read as
follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under
the authority of, and the business and affairs of the
corporation managed under the direction of its Board of
Directors, subject to any limitation set forth in these
Articles of Incorporation. This corporation shall have
one Director. The name and address of the member of the
Board of Director are:

Maureen Riley	3901 Northampton Way
Dir.	Tampa, Florida 33624

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 20th day
of February, 1997.

Deborah D. Skipper
BY: Its Incorporator, Corporation
Service Company
Its Agent, Deborah D. Skipper

vlp