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NonProfit	Resignation of R.A., Officer/Di	rector
Limited Liability	Change of Registered Agent	- O loven L
Domestication	Dissolution/Withdrawal	
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OTHER FILINGS	REGISTRATION/	We2/24/97
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ARTICLES OF AMENDMENT

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TO

ARTICLES OF INCORPORATION

OF

APOLLO COMPUTER SYSTEMS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Michael D. Babb
Vice-President:	Timothy P. Donovan
Secretary:	Marilyn K. Babb
Treasurer:	Marilyn K. Babb

whose addresses shall be the same as the principal address of the Corporation.

SECOND: Article 5 shall be amended to state:

President:	Michael D. Babb
Secretary:	Marilyn K. Babb
Treasurer:	Marilyn K. Babb

whose addresses shall be the same as the principal address of the Corporation.



343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900 MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479 http://www.amerilawyer.com THIRD: Article 6 of the Articles of Incorporation states Director(s) as:

Timothy P. Donovan Michael D. Babb Marilyn K. Babb

FOURTH: Article 6 shall be changed to state Director(s) as:

Michael D. Babb Marilyn K. Babb

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 28 January 1997.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 28 January 1997.

Michael D. Babb, Chairman of the Board of Directors

ARTAMEND.PRES



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