

P97000008320

Dial-A-Nerd, Inc.
3074 N.W. 30th Way
Boca Raton, Florida 33496

FILED
97 MAR 19 AM 11:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 18, 1997

VIA AIRBORNE EXPRESS

Secretary of State
Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32314

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-03/19/97--01082--001
*****35.00 *****35.00

Re: Articles of Amendment to the Articles of Incorporation of Dial-A-Nerd, Inc.
(Florida domestic)

Dear Sir:

Enclosed is a duplicate set of Articles of Amendment to the Articles of Incorporation of Dial-A-Nerd, Inc.

Also enclosed is our company's check in the amount of \$35.00 representing the fee for filing the Articles of Amendment.

Please stamp file a duplicate original and return it to the undersigned for our records.
Thank you for your assistance in this matter.

Very truly yours,



Steve Anderson
President

Enclosures

Amend

vs MAR 21 1997

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF DIAL-A-NERD, INC.

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Dial-A-Nerd, Inc. (the "Corporation").
2. The following amendment to the Articles of Incorporation of the Corporation were adopted by all of the shareholders of the Corporation on February 5, 1997, in the manner prescribed by the Florida General Corporation Act:

"Article Six: Management of the Corporation's Articles of Incorporation is deleted in its entirety and replaced with the following language:

The Corporation shall have at least one director, with the exact number of directors to be specified by the By-laws adopted by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the Corporation be managed by the shareholders. The number of directors shall be two (2), whose names and addresses are as follows:

Richard E. Hill, 6074 N.W. 30th Way, Boca Raton, Florida 33496; and
Steven Anderson, P.O. Box 70841, Oakland Park, Florida 33307-0841"

3. The number of shares of the Corporation outstanding at the time of adoption was 200, and the number of shares entitled to vote thereon was 200.
4. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common	200

5. The number of shares voted in favor of such amendment was 200, and the number of shares voted against such amendment was zero.

Dated this 16th day of March, 1997.

DIAL-A-NERD, INC.,
a Florida corporation

By: 

Steve Anderson
President and Secretary


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STATE OF FLORIDA)
 ss:
COUNTY OF BROWARD)

Before me, the undersigned authority, personally appeared Steve Anderson, President and Secretary of Dial-A-Nerd, Inc., a Florida corporation, who is (✓) personally known or () who produced his _____, identification number _____, as photographic identification, as the person described in and who subscribed the above Articles of Amendment to the Articles of Incorporation of Dial-A-Nerd, Inc., a Florida corporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Fort Lauderdale, Broward County, Florida this 16th day of March, 1997.

My Commission Expires:

(SEAL)  OFFICIAL SEAL
Sandra K. Racicot
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION EXPIRES JAN. 8, 1999

Sandra K. Racicot
Notary Public
State of Florida at Large

Sandra K. Racicot
Printed Name of Notary Public