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ACCOUNT NO. : 072100000032

REFERENCE : 355508

AUTHORIZATION

COST LIMIT : \$ 87.50

ORDER DATE: May 6, 1997

ORDER TIME: 9:26 AM

ORDER NO. : 355508-005

CUSTOMER NO:

400002167754--3 1429D

CUSTOMER: Ms. Darlajo C. Swab Cummings & Lockwood

P. O. Box 413032

3001 Tamiami Trail, North

Naples, FL 34103

DOMESTIC AMENDMENT_FILING

NAME: TECHNOLOGIES STRATEGIES GROUP.

INC.

EFFICTIVE DATE:

_ ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

5/14

ARTICLES OF AMENDMENT

97 HAY -6 PM 3: 31

TO THE ARTICLES OF INCORPORATION FRETARY OF STATE
TECHNOLOGIES STRATEGIES GROUP 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 TECHNOLOGIES STRATEGIES GROUP INC.
- 2. The following amendment to the Articles of Incorporation was adopted by the directors and shareholders of the corporation on April 30, 1997 in the manner prescribed by the Florida General Corporation Act.
- 3. First Article of the Articles of Incorporation of TECHNOLOGIES STRATEGIES GROUP INC., is amended to read as follows:

The Name of the corporation (the "Corporation") is:

Technology Strategies Group, Inc.

Dated as of this 30th day of April, 1997.

MARC G. SCHULMAN, Sole Director and

President

UNANIMOUS CONSENT OF

THE SOLE DIRECTOR

TECHNOLOGIES STRATEGIES GROUP INC.

The undersigned, being the sole Shareholder and Director of the above-named Florida corporation (the "Corporation") does hereby consent to the adoption of the following acts and

resolutions in accordance with Chapter 607 of the Florida Statutes:

RESOLVED, that the Articles of Incorporation be and hereby are amended as follows:

First Article of the Articles of Incorporation of TECHNOLOGIES STRATEGIES GROUP INC., is amended to read as follows:

The Name of the corporation (the "Corporation") is:

Technology Strategies Group, Inc.

THE UNDERSIGNED has executed this consent as of the 30th day of April,

1997.

MARC G. SCHULMAN,. Sole Director and

Shareholder

C&LDOC: N2042641.DOC 04/30/97