

P97000041992

GOLDSTEIN & TANEN, P.A.
ATTORNEYS

SUITE 3250 ONE BISCAYNE TOWER
TWO SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131
(305) 374-3250

TELECOPIER
(305) 374-7632

October 30, 1997

Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32309-0001

FILED
97 OCT 31 PM 2:25
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: KNOWLEDGE COMMUNICATIONS SERVICES, INC.

Dear Sir:

Enclosed please find an Amended Articles of Incorporation for the above corporation changing the officers and directors of Knowledge Communications Services, Inc. We would appreciate you updating the corporation records.

If you have any questions, please give me a call. Thank you for your attention to this request.

Sincerely,

C. Ramphal
Brian Ramphal

200002340462--5
-11/06/97--01002--048
*****35.00 *****35.00

Enclosure
ramphal\knowledge\l-secstate2.mjb

Amend

VS NOV 4 1997

FILED

97 OCT 31 PM 2:25

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

OF
KNOWLEDGE COMMUNICATIONS SERVICES, INC.

Pursuant to the provisions of Chapter 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation filed May 8, 1997 under document number P97000041992.

FIRST: The following Article is hereby added:

ARTICLE XII
Officers

This corporation shall have the following officers:

Deborah M. Ingram
8306 Mills Drive, Suite 684
Miami, FL 33183

President/Director

Brian Ramphal
8306 Mills Drive, Suite 684
Miami, FL 33183

Secretary/Treasurer/Director

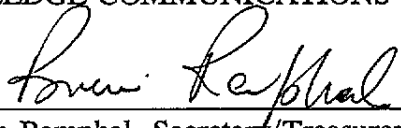
SECOND: The amendment was adopted by the Shareholders on October 15, 1997.

THIRD: Five Hundred Ten (510) shares of stock have been issued in the corporation to Deborah M. Ingram. Four Hundred Ninety (490) shares of stock have been issued in the corporation to Brian Ramphal.

Dated this 15th day of October, 1997.

KNOWLEDGE COMMUNICATIONS SERVICES, INC.

BY: _____


Brian Ramphal, Secretary/Treasurer