

P97000059065

*Sussan P. Harshbarger
Attorney at Law
9458 Plantation Way Lane
Germantown, TN 38139-5600
901-624-1642
sharshbarger@svmdhs.com*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 AM 10:29

August 14, 2000

Florida Secretary of State
Division of Corporations
ATTN: Amendment
P. O. Box 6727
Tallahassee, FL 32314

800003364518--7
-08/18/00--01068--017
*****61.25 *****43.75

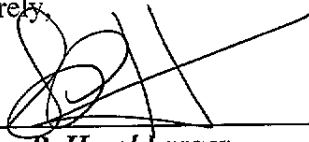
RE: *Evolve Information Technology, Inc.*

Gentlemen:

Enclosed are my check for \$61.25 and the First Articles of Amendment to the Articles of Incorporation of the above referenced corporation which are to be filed in the office of the Secretary of State of Florida. Please file the Amended Articles immediately upon receipt and return a certified copy to me at 9458 Plantation Way Lane, Germantown, TN 38139-5600. Enclosed is my check for \$8.75 for the certified copy.

If you have any questions or comments or if the enclosed cannot be filed for any reason, please call me at 901-624-1642.

Sincerely,



Sussan P. Harshbarger

*SPH:bms
Enclosure*

Amend

V. SHEPARD AUG 30 2000

**FIRST ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
EVOLVE INFORMATION TECHNOLOGY, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 18 AM 10:29

Pursuant to the provisions 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: Evolve Information Technology, Inc.

2. The amendments adopted are as follows:

(a) Article IV is hereby amended by deleting "10,000" and inserting in its place and stead "2,000,000".

(b) The following is added after Article X:

Article XI

Directors of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director; provided, that this provision shall not eliminate or limit the liability of any director to an extent inconsistent with the laws of the State of Florida, as now in effect or as hereafter amended.

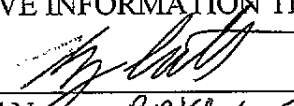
3. The Corporation is for profit.

4. The amendments contained herein were unanimously adopted effective as of January 1, 2000 by the Board of Directors and the Shareholders.

5. These amendments are to be effective immediately upon filing with the office of the Secretary of State.

This 1st day of January, 2000.

EVOLVE INFORMATION TECHNOLOGY, INC.

By: 

Printed Name: BRYAN SUTHARD

Title: President