

Law Offices  
**DAVID A. CHENKIN, ESQ., P.A.**

**A97000089618**

March 3, 1998

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Amendment for Savant Consulting Services Corporation,  
File No.: 970000089618

Dear Sir/Madam,

We are enclosing herewith one original and one copy of the Articles of Amendment and Restatement of Savant Consulting Services Corporation with the proper adoption thereto for filing. Also enclosed is our check for \$35.00 in the payment of the filing fee.

Please process this Application and return a date stamped copy to the undersigned in the enclosed postage paid envelope.

Thank you for your cooperation and assistance in this matter.

Very truly yours,

David A. Chenkin, Esq.

DAC/lfm  
Enclosure  
cc: Savant Consulting Services Corporation

FILED  
98 MAR -9 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

# CERTIFICATE

The Articles of Incorporation of SAVANT CONSULTING SERVICES CORPORATION, a Florida Corporation ("Corporation"), filed with the Department of State on 10/17/97, Charter Number 89700089618 be, and they are hereby, amended as shown below:

All Articles of the Articles of Incorporation of this Corporation are amended and replaced in their entirety to read as shown in the original of which is attached hereto and made a part hereof. All amendments included in these Articles of Amendment and Restatement were adopted pursuant to Section 607.1007, Florida Statutes. There is no discrepancy between this Corporation's Articles of Incorporation as theretofore amended and the provisions of the Articles of Amendment and Restatement other than the inclusion of amendments adopted pursuant to Section 607.1007, Florida Statutes, and the omission of matters of historical interest.

The foregoing amendment was adopted by a unanimous consent of all the Shareholders of this Corporation effected as of February 19, 1998.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation and the Secretary of this Corporation, respectively, have executed these Articles of Amendment and Restatement as of the 19 day of February, 1998.

Attest:

SAVANT CONSULTING SERVICES CORPORATION

By: D. Jeffrey Dever

D. Jeffrey Dever, Secretary

By: Hugo Perez

Hugo Perez, President

ARTICLES OF AMENDMENT AND RESTATEMENT  
OF SAVANT CONSULTING SERVICES CORPORATION

FILED  
98 MAR -9 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being the President and Secretary of SAVANT CONSULTING SERVICES CORPORATION, do hereby make, subscribe, file and acknowledge these Articles of Amendment and Restatement for the purposes of amending and replacing all of the Articles of the Articles of Incorporation of this Corporation and continuing a corporation under the Florida Business Corporations Act.

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be: SAVANT CONSULTING SERVICES CORPORATION.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 1112 Weston Road, Suite 205, Fort Lauderdale, Florida, 33326.

ARTICLE III

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 25,000,000 shares, which are divided into two classes as follows:

20,000,000 shares of common stock, par value \$.001 per share; and  
5,000,000 shares of preferred stock, par value \$.001 per share.

The preferred stock may be created and issued, from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, options or other rights, including voting rights, qualifications, limitations or restrictions thereof, as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

ARTICLE V  
REGISTERED AGENT AND  
REGISTERED OFFICE IN FLORIDA

The registered Agent of the initial registered office of the Corporation in the State of Florida is D. Jeffrey Dever, 8412 N.W. 47<sup>th</sup> Street, Coral Springs, Florida, 33067.

ARTICLE VI  
TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI  
INDEMINIFICATION

This Corporation may indemnify any director, officer or employee or agent of the Corporation to the fullest extent permitted by Florida Law.

ARTICLE VIII  
DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors initially. The name and address of the initial member of the Board of Directors is:

Hugo G. Perez  
D. Jeffrey Dever

7490 W. 14<sup>th</sup> Ave., Hialeah, Florida, 33014  
8412 N.W. 47<sup>th</sup> Street, Coral Springs, Florida, 33067

## ARTICLE IX

### OFFICERS

The name and address of the initial officer of the Corporation who shall hold office for the first year of the Corporation, or until his successor is elected or appointed is:

Hugo G. Perez  
President

7490 W. 14<sup>th</sup> Ave., Hialeah, Florida, 33014

D. Jeffrey Dever  
Secretary

8412 N.W. 47<sup>th</sup> Street, Coral Springs, Florida, 33067

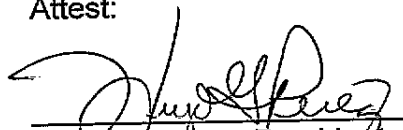
## ARTICLE X

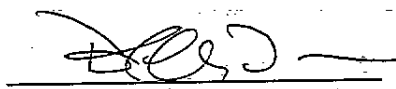
### AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

IN WITNESS WHEREOF, the undersigned President and Secretary have executed the foregoing Articles of Amendment and Reinstatement on the      day of February, 1998.


Attest:

  
Hugo G. Perez, President

  
D. Jeffrey Dever, Secretary

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF BROWARD )

The foregoing Articles of Amendment were acknowledged before me this    day of February, 1998 by Hugo G. Perez, President, and, D. Jeffrey Dever, Secretary of the Corporation who are personally known to me or produced valid Florida Driver's Licenses as identification.

  
\_\_\_\_\_  
Notary Public  
**David A. Chenkin**

My commission expires:

\_\_\_\_\_  
Name of Notary Public

