



THE UNITED STATES
CORPORATION
COMPANY

P98000013170

ACCOUNT NO. : 072100000032

REFERENCE : 340747 4352702

AUTHORIZATION :

COST LIMIT : \$ 43.75

Patricia Pajito

ORDER DATE : August 13, 1999

ORDER TIME : 11:16 AM

Amend

ORDER NO. : 340747-005

300002959613--4

CUSTOMER NO: 4352702

CUSTOMER: Ms. Lisa Folis
Williams Parker Harrison Dietz
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC AMENDMENT FILING

NAME: BACKSOFT CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

ASP

8/16/99

FILED
99 AUG 13 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG 13 PM 12:12
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
BACKSOFT CORPORATION**

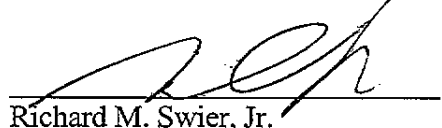
The Articles of Incorporation of Backsoft Corporation, a Florida corporation, are hereby amended by striking Article III in its entirety and by substituting in its place the following:

Article III

Authorized Shares. The Corporation is authorized to issue 10,000,000 shares of common stock having a \$0.01 value per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

The amendment was approved and adopted by written consent of the shareholders and directors of the corporation on August 10, 1999. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the President has executed these Articles of Amendment.


Richard M. Swier, Jr.
President

FILED
99 AUG 13 PM 2:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA