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ACCOUNT NO.

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REFERENCE

762416

81505A

AUTHORIZATION

ORDER DATE: March 31, 1998

ORDER TIME :

10:44 AM

ORDER NO.

: .762416-005

CUSTOMER NO:

81505A

CUSTOMER:

Sam Reiber, Esq

Linsky & Reiber

Suite 200

601 East Twigg Street.

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME:

DIGITAL PERSONNEL, INC.

EFFICTIVE DATE Name Availability MENDMENT ARTICLES OF A RESTATED ARTICLES OF IMOOR Updaler OLLOWING Update PLEASE RETURN THE FIL ING: CERTIFIED PLAIN STAMPED COP CERTIFICAT OF GOOD STANDIN W.P. Verifyer Stacy L Earnest

DIVISION OF CORPORATION < ∏

CONTACT PERSON:

EXAMINER'S INITIALS:

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 31, 1998

CSC 1201 Hays Street Tallahassee, FL 32301

SUBJECT: DIGITAL PERSONNEL, INC. Ref. Number: P98000026865

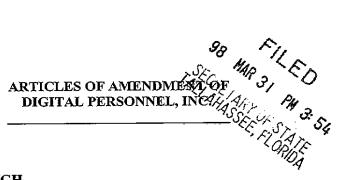
We have received your document for DIGITAL PERSONNEL, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The name and title of the person signing the document must be noted beneath or opposite the signature.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan Corporate Specialist

Letter Number: 098A00017114



STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The undersigned, does hereby certify that I am the President and Secretary respectively of DIGITAL PERSONNEL, INC., that on March 30, 1998, the Shareholders and Directors of said corporation duly passed and adopted the following resolution in the following manner, to wit:

RESOLVED, that Article IV of the Articles of Incorporation is hereby amended to read in full as follows:

ARTICLE IV CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 10,000,000 (ten million) shares of stock having a par value of ten cents (\$0.10). All shares of stock shall be designated as common shares. The stock may be issued in fractioned shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 218 day of April, 1998.

DIGITAL PERSONNEL, INC.

Its President

Clifford M. Gross, Ph.D.

Its Secretary

By:

Attest

Clifford M. Gross, Ph.D.