

P98000032248

11/18/98 FLORIDA DIVISION OF CORPORATIONS 9:09 AM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000021510 6))

TO: DIVISION OF CORPORATIONS FAX #: (350)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KAREN L DIDEA
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: SHADOWCHASER, INC.
AUDIT NUMBER.....H98000021510
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ATTORNEY: 427

CLIENT: 020387

MATTER: 59080

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
November 18, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE
Direct Dial: 407/418-6203

Amendment
11/19/98
DC

FILED
98 NOV 18 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REC-110

50 NOV 19 11 10 10

DIVISION OF CORPORATIONS

11/18/98 WED 09:40 FAX 1 407 423 4495

LOWNDES DROSDICK

001

11/18/98 FLORIDA DIVISION OF CORPORATIONS 9:09 AM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000021510 G))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KAREN L DIDEA
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: SHADOWCHASER, INC.
AUDIT NUMBER.....H98000021510
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ATTORNEY: 427
CLIENT: 020387
MATTER: 59080

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
November 18, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE
Direct Dial: 407/418-6203

ENCLOSURE
01/20/99 81 NOV 85
RECEIVED
01/20/99 81 NOV 85

11/18/98 FLORIDA DIVISION OF CORPORATIONS 9:09 AM
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

(((H98000021510 6)))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KAREN L DIDEA
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: SHADOWCHASER, INC.
AUDIT NUMBER.....H98000021510
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 2
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$43.75

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ATTORNEY: 427

CLIENT: 020387

MATTER: 59080

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF TODAY,
November 18, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

GAIL S. ANDRE
Direct Dial: 407/418-6203

RECEIVED
NOV 18 1998
DIVISION OF CORPORATIONS

(850)922-3709

11/18/98 14:29 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1998

SHADOWCHASER, INC.
9213 CROMWELL GARDENS COURT
ORLANDO, FL 32827

SUBJECT: SHADOWCHASER, INC.
REF: P98000032248

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000021510
Letter Number: 498A00055481

(850)922-3709

11/19/98 09:24 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 19, 1998

SHADOWCHASER, INC.
9213 CROMWELL GARDENS COURT
ORLANDO, FL 32827

SUBJECT: SHADOWCHASER, INC.
REF: P98000032248

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The correct fax audit number is H98000021510. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000021510
Letter Number: 398A00055570

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SHADOWCHASER, INC.

Pursuant to the provisions of Sections 607.1002 and 607.1006 of the Florida Statutes, SHADOWCHASER, INC. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is SHADOWCHASER, INC.
2. The original Articles of Incorporation for the Corporation were filed on April 8, 1998, and assigned Charter No. P98000032248.
3. In a Written Consent to Action of the Board of Directors of the Corporation executed on October 3, 1998, the Directors have unanimously agreed that the Articles of Incorporation be amended to change the capital stock of the Corporation and the initial Board of Directors of the Corporation.
4. The Corporation has not issued shares of stock of the Corporation and therefore, shareholder approval of these Articles of Amendment will not be required.
5. Article III of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock which the Corporation has the authority to issue is TWO THOUSAND (2,000) shares, which shall consist of ONE THOUSAND (1,000) shares of Class A Voting Common Stock with a par value of ONE DOLLAR (\$1.00) per share, and ONE THOUSAND (1,000) shares of Class B Non-Voting Common Stock with a par value of ONE DOLLAR (\$1.00) per share. Each holder of Class A Voting Common Stock shall have one vote with respect to each share of such stock held by him or her of record on the books of the Corporation on matters voted upon by the shareholders. Each holder of Class B Non-Voting Common Stock will be afforded no voting rights but shall have all other rights of a holder of common stock, including rights to a proportionate share of dividends and other distributions made on account of common stock of the Corporation.

This document was prepared by:
Richard J. Fildes
Florida Bar Number: 237345
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

98 NOV 18 PM 4:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000021510

6. Article V of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE V - BOARD OF DIRECTORS

This Corporation shall have four (4) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the directors are as follows:

Peter Gregor Jamieson 9213 Cromwell Gardens Court
Orlando, Florida 32827

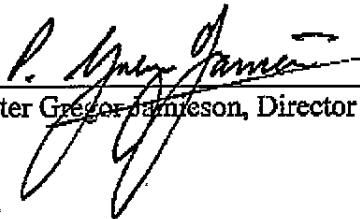
Arno Anthonius Johannes Hovius Buisweg 87
1222 GB Hilversum (Netherlands)

Donald Charles George Armour Plesmanlaan 30
8072 PT Nunspeet

Clifford Rees Morgan, II Lam Investments, Inc.
9316 Thurloe Place
Orlando, Florida 32829

7. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect.

IN WITNESS WHEREOF, a member of the Board of Directors of the Corporation has executed these Articles of Amendment this 18th day of October, 1998, on behalf of the Corporation.


Peter Gregor Jamieson, Director

H98000021510