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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: BIOSOFTRIX, INC.

AUDIT NUMBER.....H98000021509

DOC TYPE.....BASIC AMENDMENT

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** ENTER 'M' FOR MENU. **

ATTORNEY: 427
CLIENT: 020384
MATTER: 58657

COMMENTS:

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Direct Dial: 407/418-6203

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Amendment
11/19/98
DC

11/18/98 WED 14:58 FAX 1 407 423 4495

LOWNDES DROSDICK

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LOWNDES DROSDICK

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(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

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

SUBJECT: BIOSOFTRIX, INC.
REF: P98000032257

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 H98000021509. 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. #: H98000021509
Letter Number: 098A00055571

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FLORIDA DEPARTMENT OF STATE

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Secretary of State

November 18, 1998

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9213 CROMWELL GARDENS COURT
ORLANDO, FL 32827

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REF: P98000032257

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 And. #: H98000021509
Letter Number: 998A00055481

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

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

1. The name of the Corporation is BIOSOFTRIX, INC.
2. The original Articles of Incorporation for the Corporation were filed on April 7, 1998, and assigned Charter No. P98000032257.
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.

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

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

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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

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