



THE UNITED STATES
CORPORATION
COMPANY

P98000046163

ACCOUNT NO. : 072100000032

REFERENCE : 841407 4372512

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 35.00

ORDER DATE : June 2, 1998

ORDER TIME : 10:38 AM

ORDER NO. : 841407-015

CUSTOMER NO: 4372512

CUSTOMER: Gregg E. Jaclin, Esq.
Richard I. Anslow, Esq.
Freehold Office Plaza
4255 Route 9 Suite D
Freehold, NJ 07728

FILED
98 JUN 11 AM 11:37
SECRETARY OF STATE
ALLAHABAD, INDIA

400002556734--4

DOMESTIC AMENDMENT FILING

NAME: ZEBULON CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Don
6/12/98

402250, 02290, 00672



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 12, 1998

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: ZEBULON CORPORATION
Ref. Number: P98000046163

We have received your document for ZEBULON CORPORATION 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:

If shareholder approval was not required, a statement to that effect must be contained in the document.

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

Annette Hogan
Corporate Specialist

Letter Number: 598A00032967

RESUBMIT

Please give original
submission date as file date.

RECEIVED
98 JUN 12 PM 12:25
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

98 JUN 11 PM 1:37
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is:

ZEBULON CORPORATION

SECOND: The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:

The name of the corporation shall be: LEXINGTON TECHNOLOGY CORP.

THIRD: The amendment(s) was (were) adopted by the Board of Directors on the first day of June, 1998. Shareholder approval was not required.

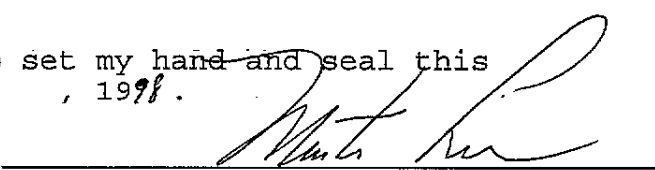
Dated: June 9, 1998

By 
James Lee - Director

STATE OF *New York*
COUNTY OF *New York*

Before me, the undersigned authority, personally appeared *JAMES LEE*, to me well known to be the person(s) who executed the foregoing articles of amendment to the articles of incorporation and acknowledged before me, according to law, that he/she made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
9th day of *JUNE*, 1998.


Notary Public

MARTIN LERNER
Notary Public, State of New York
No. 01LE4600346
Qualified in Westchester County
Commission Expires Nov. 30, 1999