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6/09/98

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PHONE: (305)672-0686

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NAME: PARADIGM HOLDINGS, INC.

AUDIT NUMBER.....H98000010699

DOC TYPE.....BASIC AMENDMENT

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PAGES..... 2

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Amendment
6-9-98
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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is: Paradigm Holding, Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock par value \$1.00 per share.

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Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on June 9, 1998.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Paradigm Holding, Inc.

By: [Signature]

Name: Greg K. Kuroda

Title: Vice President

Date: 6/9/98

Corporate Creations International Inc.
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