

Division of Corporations

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Florida Department of State

Division of Corporations

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BASIC AMENDMENT

AMERICAN BUSINESS SYSTEMS, INC.

Certificate of Status	0
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**ARTICLES OF AMENDMENT
OF
AMERICAN BUSINESS SYSTEMS, INC.**

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1. Article IV of the Articles of Incorporation of American Business Systems, Inc., a Florida corporation, is hereby amended in its entirety to read as follows:

ARTICLE IV

(a) Authorized Capital Stock. This corporation is authorized to issue 110,000 shares of common stock of par value of \$0.10 per share. Ten thousand (10,000) shares shall be designated as Class A Voting Common shares, and one hundred thousand (100,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Nonvoting Common Shares. Except as otherwise expressly provided by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the exclusive voting power with respect to the corporation shall be vested in the holders of voting common shares.

(b) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

2. Each share of common stock issued and outstanding as of the date hereof shall be converted into 1 share of Class A Voting Common stock and 10 shares of Class B Nonvoting Common stock, upon the filing of these Articles of Amendment with the Secretary of State, State of Florida

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3. The foregoing amendment was adopted by all of the directors and shareholders of the corporation on October 4, 2000.

4. The foregoing amendment shall become effective when filed with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed these Articles of Amendment, this 4th day of October, 2000.

(Corporate Seal)


Linda D. Klusmeier, President

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