

Jun. 19. 2000 4:48PM
Division of Corporations

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Florida Department of State

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BASIC AMENDMENT

TRIBRIDGE CONSULTING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

AMEND
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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
TRIBRIDGE CONSULTING, INC.**

TRIBRIDGE CONSULTING, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of Article V in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE V - CAPITAL STOCK"

The aggregate number of shares of stock authorized to be issued by this corporation shall be 15,000,000 shares of Class A Voting Common Stock, each with a par value of \$.001, and 5,000,000 shares of Class B Non Voting Common Stock, each with a par value of \$.001. Each share of issued and outstanding Class A Voting Common Stock shall entitle the holder thereof to fully participate in all shareholders meetings, to cast one vote on each matter with respect to which shareholders have the rights to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution. The shares of the corporation's Class B Non Voting Stock shall have all of the rights and privileges of the corporation's Class A Voting Stock, however, such shares shall not have voting privileges."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §607.0821, .0704 and .1003, Florida Statutes, shareholders holding the majority of stock of the corporation and all directors having executed a written statement, dated May 16, 2000 manifesting their intentions that the amendment be adopted; and the number of votes cast for the amendment by the shareholders having been sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 16th day of May, 2000.

TRIBRIDGE CONSULTING, INC.

By: 
Brian K. Deming, President

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