

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 222-4880 • 1-800-342-8062 • Fax (850) 222-1222

P98000093764

Oasis Electronics, Inc

500002862065--1

-05/04/99--01062--022

*****43.75 *****43.75

RECEIVED

99 MAY -4 AM 10:57

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]

Signature _____

Requested by: CS

Name _____

Date 5/4

Time 9:50

Walk-In _____

Will Pick Up _____

- Art of Inc. File Amend
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search OK
- Vehicle Search 5/4/99
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

FILED
99 MAY -4 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OASIS ELECTRONICS, INC.
(DOCUMENT NO. P98000093764)**

99 MAY -4 PM 12:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE 3 - PRINCIPAL OFFICE, is hereby amended in its entirety to read as follows:

The address of the principal office of this Corporation is 5150-12 Timuquana Road, Jacksonville, Florida 32210, and the mailing address is the same.

ARTICLE 5 - OFFICERS, is hereby amended in its entirety to read as follows:

The board of directors shall elect the following officers: President, Vice President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE 6 - DIRECTOR(S), is hereby amended in its entirety to read as follows:

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of one (1) person. The manner of election of the board of directors shall be as designated in the bylaws of this corporation.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT, is hereby amended in its entirety to read as follows:

The name of the registered agent for this Corporation is Grady H. Williams, Jr., and the street address of the registered office for the named registered agent is 1279 Kingsley Avenue, Suite 117, Orange Park, Florida 32073.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

NONE.

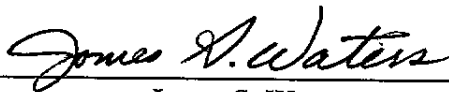
THIRD: The date of each amendment's adoption:

The amendment(s) is/are effective as of April 28, 1999.

FOURTH: Adoption of Amendment(s):

The amendment(s) was/were ratified and recommended to the shareholders for approval by the unanimous written consent of the board of directors, and was/were thereupon approved by the unanimous written consent of the shareholders of this Corporation. The number of shareholder votes cast for the amendment(s) was/were sufficient for approval.

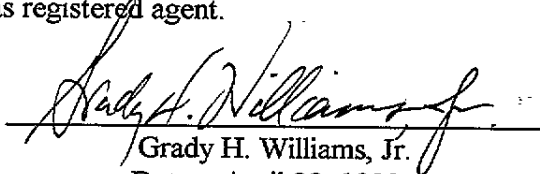
Signed this 28th day of April, 1999.



James S. Waters
President and Chairman
of the Board of Directors

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION**

The undersigned, having been named as registered agent and to accept service of process for the above stated Corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Grady H. Williams, Jr.
Date: April 28, 1999