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August 30, 2000

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-09/01/00--01036--017  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**Re: Filing of Articles of Amendment of Articles of Incorporation of Pegasus Imaging Corporation**

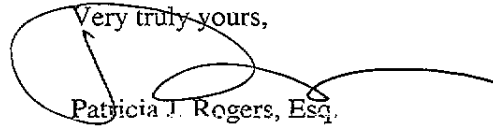
Dear Sir or Madam:

We deliver to you the following documents:

1. One original and one conformed copy of the Articles of Amendment; and
2. A check in the amount of \$35.00 payable to the Department of State to cover the filing fee for the Articles of Amendment;

Please call me directly if you have any questions about this filing or the enclosed documents.

Very truly yours,



Patricia J. Rogers, Esq.

Enclosures

FILED  
00 SEP - 1 AM 10: 31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Gave OK to  
Remove 607.10025  
+ add Shareholder  
approval not required.

Amend  
S. PAYNE SEP 14 2000

ARTICLES OF AMENDMENT  
OF  
PEGASUS IMAGING CORPORATION

FILED  
00 SEP -1 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Statutes, Pegasus Imaging Acquisition Corporation (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act,

**DOES HEREBY CERTIFY:**

**FIRST:** The name of the corporation is Pegasus Imaging Corporation.

**SECOND:** The first sentence of Article III of the Articles of Incorporation is hereby amended to increase the authorized shares of the Corporation as follows:

"The Corporation shall have the authority to issue 2,500,000 shares of common stock ("Common Stock")."

**THIRD:** These Amendments to the Articles of Incorporation of the Corporation were duly adopted by unanimous consent of the Board of Directors of the Corporation on July 19, 1999. Shareholder approval was not required.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, on this 19<sup>th</sup> day of July, 2000.

PEGASUS IMAGING CORPORATION

By: 

Name: John A. Berlin

Title: President