

**James W.
Stroup, P.A.**
ATTORNEY AT LAW
119 SE 12th Street
(Davie Blvd.)
Ft. Lauderdale, FL
33316



James W. Stroup,
Esquire

P99000002112

March 1, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Articles of Amendment to Articles of Incorporation of Stroup
Engineering, Inc.

100003154551--9
-03/02/00--01066--002
*****35.00 *****35.00

Dear Sir or Madam:

We are forwarding herewith an original and one copy of the Articles of Amendment to Articles of Incorporation of Stroup Engineering, Inc., along with a check in the amount of \$35.00. Upon filing the Articles of Amendment, please forward confirmation in the enclosed, self-addressed FedEx envelope. If you have any questions or comments, please do not hesitate to call. Thank you for your assistance in this regard.

Sincerely,

JAMES W. STROUP, P.A.

Wendy N. Williams

Wendy N. Williams
Paralegal to
James W. Stroup, Esq.

Enclosures

N/c

FILED
00 MAR -2 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STROUP ENGINEERING, INC.**

FILED
00 MAR -2 PM 3: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The FIRST Article of the Articles of Incorporation of Stroup Engineering, Inc., is amended to read as follows:

The name of the Corporation is **XCOM-SYSTEMS, INC.**, with its principal place of business located at 119 Southeast 12th Street, Fort Lauderdale, Florida 33316.

2. The foregoing amendments were approved by all of the shareholders of the Corporation on February 29, 2000.

IN WITNESS WHEREOF the undersigned Director of the Corporation has executed these Articles of Amendment on February 29, 2000.

By: _____

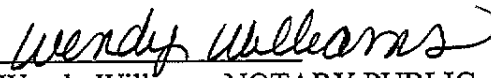
PAUL W. STROUP
President/Director

STATE OF FLORIDA)
) ss
COUNTY OF BROWARD)

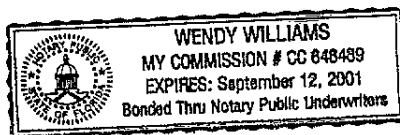
BEFORE ME personally appeared Paul W. Stroup, President/Director, who produced identification and is believed by me to be the person described in and who executed the foregoing ARTICLES OF AMENDMENT as President/Director of XCOM-SYSTEMS, INC. (f/k/a Stroup

Engineering, Inc.), and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 29th day of February 2000, in the aforesaid County and State.


Wendy Williams, NOTARY PUBLIC
State of Florida at Large

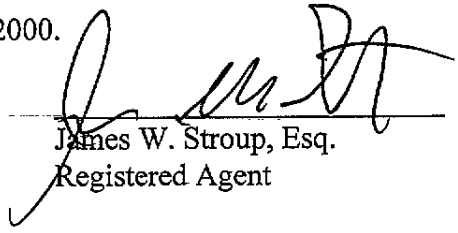
My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of XCOM-SYSTEMS, INC., as specified in the above Articles of Amendment.

Dated this 29th day of February 2000.


James W. Stroup, Esq.
Registered Agent