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September 25, 2000

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

Re: Netwise Technology, Inc.

Dear Madam/Sir:

Enclosed please find an original and a copy of Articles of Amendment of Articles of Incorporation for the above named corporation. In addition, a check in the sum of \$35.00 is enclosed which represents the fee for filing the Articles of Amendment of Articles of Incorporation.

Please file the original of the enclosed Articles of Amendment of Articles of Incorporation and return a date stamped copy to the undersigned in the stamped envelope I have provided.

Also, please note that the amendment was duly adopted on the 11th day of August, 2000.

Your prompt attention to this matter is appreciated and, if you have any questions, please give me a call.

Very truly yours,

BATTAGLIA, ROSS, DICUS & WEIN, P.A.

*Howard P. Ross*

Howard P. Ross

HPR:mja

Enclosures

*Amend*

FILED  
00 SEP 28 PM 1:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

*Amend*

*RR*  
*19/6 100*

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
NETWISE TECHNOLOGY, INC.

\* \* \* \* \*

Pursuant to Section 607.1006 of the  
Florida Business Corporation Act

NETWISE TECHNOLOGY, INC., a corporation organized and existing under any by virtue of the Florida Business Corporation Act (hereinafter called the "Corporation") DOES HEREBY CERTIFY that:

FIRST: Section 6.1 of Article VI of the Articles of Incorporation of the Corporation be, and it hereby is, amended to read as follows:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN HUNDRED FIFTY THOUSAND (750,000)** Shares of common stock, each share having the par value of ONE PENNY (\$0.01)

SECOND: The amendment was duly adopted on the 11<sup>th</sup> day of August, 2000, by unanimous written consent of the Board of Directors of the Corporation, in accordance with the provisions of Section 607.1006 of the Florida Business Corporation Act. and by all the shareholders on August 11, 2000.

FILED  
00 SEP 28 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PAGE 2 OF ARTICLES OF AMENDMENT OF NETWISE TECHNOLOGY, INC.

IN WITNESS WHEREOF, I have hereunto set my signature the 11th  
\_\_\_\_\_ day of August 2000.

  
\_\_\_\_\_  
RANDY C. WADLE, PRESIDENT