

LAW OFFICE OF
KENNETH R. DUBOFF, P.A.

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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

March 26, 1999

Re: **Undertech, Inc.**

Dear Sir/Madam:

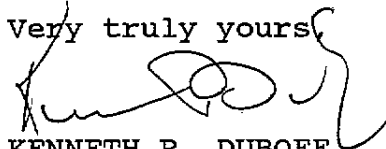
Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-captioned corporation.

We would appreciate your filing the Articles with your Department and forwarding a certified copy of the Articles to the undersigned.

Also, enclosed please find our law office check in the amount of \$43.75, payable to the Department of State, representing the Filing Fee and Certified Copy fee.

Thank you for your anticipated prompt attention to this matter.

Very truly yours,



KENNETH R. DUBOFF
KRD/sw

enclosures

VS APR 5 1999

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FILED
99 MAR 29 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
UNDERTECH, INC.**

FILED
99 MAR 29 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation which were approved by the unanimous vote of the shareholders on the 17th day of March, 1999.

FIRST: PRINCIPAL OFFICE OF CORPORATION

Effective as of March 17, 1999 the physical and mailing address of the principal office of this corporation is:

2909 N.W. 82 Avenue
Miami, Florida 33122

SECOND: OFFICER & DIRECTORS:

Effective as of March 17, 1999 the following named person(s) were elected as Director(s) and Officers of the Corporation to serve for respective terms of one year in such capacity or until such time as successors are elected:

<u>Name & Address:</u>	<u>Office</u>
Raciel M. Sanchez 2909 NW 82 Avenue Miami, Florida 33122	- President/Director
Dennis A. Rodriguez 2909 NW 82 Avenue Miami, Florida 33122	- Vice-President/Director

THIRD: SHAREHOLDERS

Effective as of March 17, 1999 the following named person(s) were the shareholders of the Corporation:

<u>Name & Address:</u>	<u>Shares of Stock Held</u>
Raciel M. Sanchez 2909 NW 82 Avenue Miami, Florida 33122	- 60 Shares
Dennis A. Rodriguez 2909 NW 82 Avenue Miami, Florida 33122	- 40 Shares

IN WITNESS WHEREOF, for the purpose of amending the Articles of Incorporation for this corporation under the laws of the State of Florida, the undersigned corporation has executed this Amendment to the Articles of Incorporation on this 17th day of March, 1999.

UNDERTECH, INC.

By:

Raciel M. Sanchez
Raciel M. Sanchez, President