

P99000027641

Rose, Sundstrom & Bentley
Requestor's Name

Address

872-6555

City/State/Zip

Phone #

300002834843--8

-04/09/99-01063-024

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. International Security Solutions, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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REGISTRATION/ QUALIFICATION	
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ARTICLES OF AMENDMENT
OF
INTERNATIONAL SECURITY SOLUTIONS, INC.

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The Board of Directors of International Security Solutions, Inc., without shareholders action, which was not required, adopted the following amendments to its Articles of Incorporation, effective April 9, 1999:

Article III is amended to read as follows:

ARTICLE III: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 300,000 shares of common stock having a par value of \$1.00 per share.

Article VIII is amended to read as follows:

ARTICLE VIII: DIRECTORS

This corporation shall have eight (8) directors. The number of directors may be increased or decreased as provided for in the By-Laws.

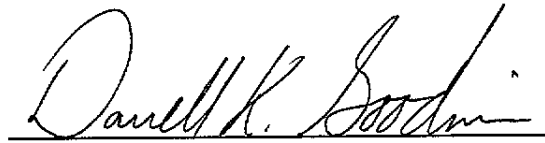
Article X is added to read as follows:

ARTICLE X: CUMULATIVE VOTING AND PREEMPTIVE RIGHTS

At each election for directors, every stockholder entitled to vote at that election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing those votes on the same principle among any number of candidates.

Every stockholder, upon the issuance of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

This Article may only be amended by unanimous vote of the shareholders.

A handwritten signature in cursive script, reading "Darrell K. Goodwin", written over a horizontal line.

Darrell K. Goodwin
Chairman, Board of Directors

irb/amend.art