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FILED  
00 NOV 28 AM 10:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 910356 7169511

AUTHORIZATION : *Patricia Panyko*

COST LIMIT : \$ 43.75

ORDER DATE : November 27, 2000

ORDER TIME : 5:04 PM

ORDER NO. : 910356-005

CUSTOMER NO: 7169511

CUSTOMER: Ms. Connie Weiss  
John A. Panyko, P.A.  
200 S. Tarragona Street  
Pensacola, FL 32501

DOMESTIC AMENDMENT FILING 200003478048--8

NAME: SMARTCOP, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

TELEPHONE  
DIVISION OF REVENUE  
SUPERVISOR OF FINING

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DIVISION OF REVENUE  
SUPERVISOR OF FINING

*N.C.*

G. COULLETTE NOV 28 2000

CONTACT PERSON: Kelly Courtney -- EXT# 1116

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
SmartCOP, Inc.

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Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is SmartCOP, Inc., a Florida corporation.


SECOND: The following amendment to the corporation's Articles of Incorporation was unanimously adopted by the shareholders and directors of the corporation on September 10, 2000, said vote sufficient for approval, in the manner prescribed by the Florida General Corporation Act:

ARTICLE I - NAME

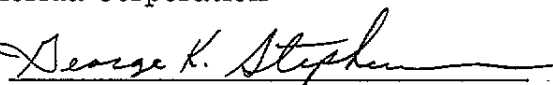
The name of this corporation is SmartCOP Law Enforcement Solutions, Inc.

THIRD: The date of adoption of the amendment by the directors and shareholders pursuant to the Florida General Corporation Act is December 1, 2000.

ATTEST:

  
Secretary

SmartCOP, Inc.,  
a Florida Corporation

By:   
GEORGE K. STEPHENSON  
Its President