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March 9, 2000

Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

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-03/13/00--01145--008  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

**Re: E-Tec Computers Inc.  
Articles of Amendment**

To Whom It May Concern:

Enclosed please find 2 manually signed copies of the Articles of Amendment for E-Tec Computers, Inc., as well as a check for \$52.50 representing \$35.00 for the filing fee, \$8.75 for a return certified copy and \$8.75 for a certificate of status.

To acknowledge receipt of the enclosed filing, please date stamp the additional copy of this letter provided herewith and return it in the postage prepaid envelop enclosed for that purpose.

Very Truly Yours,  
JONATHAN D. LEINWAND, P.A.

By:   
JONATHAN D. LEINWAND, ESQ.

FILED  
MAR 13 PM 4:26  
TALLAHASSEE, FLORIDA  
STATE

NC  
3-22-00  
PMS

**E-TEC COMPUTERS, INC.**

**Articles of Amendment**

**FILED**  
00 MAR 13 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, E-TEC COMPUTERS, INC., a Florida corporation, does hereby amend its Articles of Incorporation.

1. The name of the corporation whose Articles of Incorporation are being amended is E-TEC COMPUTERS, INC., a Florida corporation.

2. Article I of the Articles of Incorporation of E-Tec Computers, Inc., a Florida corporation, is hereby amended as follows:

**ARTICLE I -- NAME**

The name of the Corporation is: EPASS INTERNATIONAL CORPORATION.

3. The amendment to the Articles of Incorporation of E-Tec Computers, Inc., a Florida corporation, set forth in paragraph 2 above was duly adopted by the Board of Directors of the corporation as of February 23, 2000 and by the shareholders of the corporation on February 23, 2000.

4. The only voting group entitled to vote on the amendments to the Articles of Incorporation of E-Tec Computers, Inc., set forth in paragraph 2 above was the holders of shares of Common Stock of the corporation. The number of votes cast in favor of such amendment by the members of such voting group was sufficient for approval by that voting group.

In witness whereof, the corporation, by and through its undersigned officer thereunto duly authorized, has executed these Articles of Amendment on February 23, 2000.

E-TEC COMPUTERS, INC.

By: \_\_\_\_\_

Joanne Broeders  
Director

**ACTION BY UNANIMOUS WRITTEN CONSENT OF DIRECTORS**  
**of**  
**E-TEC COMPUTERS, INC.**

The undersigned, being all the Directors of the above named corporation, a Florida corporation, do unanimously consent in writing to the adoption of the following resolutions, taking said action in lieu of a meeting, as permitted by Section 607.0821 of the Florida Statutes and waive all required notice.

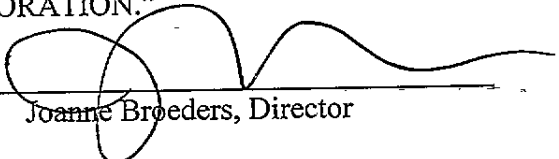
**RESOLVED AS FOLLOWS:**

1. That the name of the Corporation be changed to E-PASS INTERNATIONAL CORPORATION; and

2. That the Articles of Incorporation be amended so that Article I -- Name states "The name of the Corporation is E-PASS INTERNATIONAL CORPORATION."

Dated: \_\_\_\_\_

By: \_\_\_\_\_

  
Joanne Broeders, Director