

P99000046403

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

miles software

solutions, inc

400002892524--2

-06/02/99--01034--011

*****140.00 *****70.00

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

☒ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

☒ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

RECEIVED

99 JUN -2 AM 10:27

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

C. COULLETTE JUN 02 1999

Signature _____

Requested by: JS

Name _____

Date 6/2

Time 9:20

Walk-In _____

Will Pick Up _____

**ARTICLES OF AMENDMENT
OF
MILES SOFTWARE SOLUTIONS, INC.**

FILED
JUN - 2 PM 12:12
99
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned Corporation, in accordance with the Florida Business Corporation Act (the "Act") and the Bylaws of the Corporation, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is Miles Software Solutions, Inc.
2. Article III of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

**"ARTICLE III
CORPORATE STOCK**

3.1 The total number of shares of capital stock authorized to be issued shall be Three Hundred Thousand (300,000) shares, which shares are to be without par value and which are to be divided into two (2) classes of common stock, as follows:

3.1.1 Class A / Voting Stock: The Corporation shall be authorized to issue Two Hundred Eighty Thousand (280,000) shares of common stock designated as Class A / Voting Stock. Such Class A shares shall have unlimited voting rights. The holders of each share of Class A common stock shall be entitled to one (1) vote per share.

3.1.2 Class B / Non-Voting Stock: The Corporation shall be authorized to issue Twenty Thousand (20,000) shares of common stock designated as Class B / Non-Voting Stock. These Class B shares shall not be entitled to vote on any matter, except to the extent such limitation shall be prohibited by the Act.

3.2 Both Class A and Class B common stocks and/or the holders thereof shall have the following dividend rights and liquidation rights in and to the Corporation:

3.2.1 Dividend Rights. The holders of the common stock shall be entitled to dividends when and as declared by the Board of Directors out of any funds legally available therefor, in such amounts and at such times as the Board of Directors may from time to time determine.

3.2.2 Liquidation Rights. In the event of any liquidation, dissolution or winding-up, whether voluntary or involuntary, of the Corporation, the remaining assets and funds of the Corporation shall be distributed to the holders of the common stock in accordance with and in proportion to their respective percentage ownership interest in and to the Corporation."

3. This Amendment was adopted prior to issuance of shares by all Directors on May 19, 1999.

MILES SOFTWARE SOLUTIONS, INC.

By: Rae Claire Johnson
RAE CLAIRE JOHNSON, President

Attest: Rae Claire Johnson
RAE CLAIRE JOHNSON, as Secretary

[Corporate Seal]

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before by Rae Clair Johnson, as President, and Secretary of **MILES SOFTWARE SOLUTIONS, INC.**, a Florida corporation (the "Corporation" in the foregoing instrument), which is a corporation lawfully existing under the laws of the State of Florida; and said persons are personally known to me or produced their driver's licenses as identification, and did acknowledge executing the foregoing instrument freely and voluntarily under the authority duly vested by the Corporation; and the seal affixed to the foregoing instrument is the true corporate seal of the Corporation.

WITNESS my hand and official, in said County and State, this 31 day of May, 1999.

Margaret Culkin
NOTARY PUBLIC

My Commission Expires:

(Seal)

