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August 24, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

RE: Articles of Amendment for B.R.S. Solutions, Inc.

Dear Sir/Madam:

Enclosed please find this firm's check in the amount of \$35.00, to cover the filing fee for the Articles of Amendment to the Articles of Incorporation of B.R.S. Solutions, Inc., together with two copies of said articles of amendment.

Please file the articles of amendment and forward a stamped copy to the above address, using the enclosed self-addressed stamped envelope. Thank you in advance for your assistance with this matter.

NC Amend
9-2-99
WKS

Very truly yours,

Leelah Reaves

Leelah Reaves
Legal Assistant to
Edward R. Alexander, Jr.

/KR
Enclosures

FILED
99 AUG 26 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
B.R.S. SOLUTIONS, INC.**

B.R.S. SOLUTIONS, INC., a Florida corporation (the "Corporation"), by and through its President, hereby adopts an amendment to its Articles of Incorporation as hereinafter set forth.

1. Pursuant to Section 607.1003 of the Florida Statutes, the Board of Directors of the Corporation and the shareholders of the Corporation, in accordance with Sections 607.0821 and 607.0704 of the Florida Statutes, on April 1, 1997, adopted an amendment to Articles I and IV of the Articles of Incorporation of the Corporation. Articles I and IV are hereby deleted in their entirety and the following are substituted therefor:

ARTICLE I - Name

The name of this Corporation shall be:

BRS SOLUTIONS, INC.

ARTICLE IV - Capital Stock

A. All or any portion of the capital stock may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

1. Except as modified hereby, the Articles of Incorporation of the Corporation shall be and remain in full force and effect.

2. The Corporation does not have shareholders the number of votes cast for the amendment by the initial director(s) was sufficient for approval.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this
19 day of August, 1999.

Barry Schreiber
Barry Schreiber, Director

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99 AUG 26 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA