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March 15, 2000

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Attention: Amendments Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Quadrant Technology, Inc.

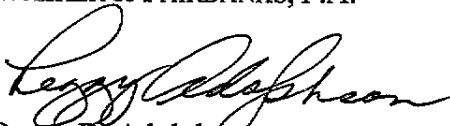
Ladies and Gentlemen:

Enclosed is an original Certificate of Amendment to the Articles of Incorporation to be filed in the Secretary of State's office on behalf of the above corporation. Also enclosed are a copy of the Amendment to be file stamped by your department and returned to us and our check for \$43.75 to cover filing fees and a certified copy of the entire Articles as amended.

If you have any questions concerning this document, please contact me.

Very truly yours,

WALKER & FAIRBANKS, P.A.


Peggy D. Adolphson
Certified Legal Assistant

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Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
CRG 3-27

**CERTIFICATE OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
QUADRANT TECHNOLOGY, INC.**

Quadrant Technology, Inc., a Florida corporation, under the hand of its President, hereby certifies that the following amendment was adopted on March 14, 2000, by the unanimous affirmative vote of the Shareholders of the shares entitled to vote on the amendment, in accordance with Florida Statutes Section 607.1003 (1999).

The Articles of Incorporation be amended in the following particulars: Article IV will be deleted and the following language inserted in its place:

ARTICLE IV.

The authorized capital stock of the Corporation shall be 10 million shares of Common Stock of the par value of \$.01 and 5 million shares of Preferred Stock of the par value of \$.01.

A description of each class of shares and a statement of the voting rights, designations, preferences, qualifications, privileges, limitations, options, restrictions, conversion rights and other special or relative rights granted to or imposed upon the shares of each class and of the authority vested in the Board of Directors of the Corporation to establish classes or series of Preferred Stock and to fix and determine the relative rights and preferences as between series of Preferred Stock, and the variations therein, are as follows:

Section 1. The Board of Directors is hereby expressly authorized, at any time or from time to time, to divide any or all of the shares of Preferred Stock into one or more series, and in the resolution or resolutions establishing a particular series, before issuance of any of the shares thereof, to fix and determine the number of shares and the designation of such series, so as to distinguish it from the shares of all other series, and to fix and determine the voting rights, preferences, qualifications, privileges, limitations, options, restrictions, conversion rights and other special or relative rights of such series. All shares within each series of Preferred Stock shall be alike in every particular, but each series may differ from every other series previously authorized, as may be determined by the Board of Directors in any or all respects, to the fullest extent now or hereafter permitted by the laws of the State of Florida, including, but not limited to, the variations between different series in the following respects:

- (a) the distinctive designation of such series and the number of shares which shall constitute such series, which number may be increased or decreased (but not below the number of shares thereof then outstanding) from time to time by the Board of Directors;

- (b) the annual dividend or dividend rate for such series, and the date or dates from which dividends shall commence to accrue;
- (c) the price or prices at which, and the terms and conditions on which, if any, the shares of such series may be redeemed or made redeemable;
- (d) the purchase or sinking fund provisions, if any, for the purchase or redemption of shares of such series;
- (e) the preferential amount or amounts, if any, payable upon shares of such series in the event of liquidation, dissolution, or winding up of the Corporation;
- (f) the voting rights, if any, of the shares of such series;
- (g) the terms and conditions, if any, upon which shares of such series may be converted and the class or classes or series of shares of the Corporation or other securities into which such shares may be converted;
- (h) the relative seniority, priority or junior rank of such series as to dividends or assets with respect to any other classes or series of capital stock then or thereafter to be issued; and
- (i) such other terms, preferences, qualifications, privileges, limitations, options, restrictions, and other special rights, if any, of shares of such series as the Board of Directors may, at the time of such resolution or resolutions, lawfully fix or determine under the laws of the State of Florida;

Section 2. Unless otherwise provided by law, the Articles of Incorporation or the Bylaws of the Corporation, or in a resolution or resolutions establishing any particular series of Preferred Stock, the aggregate number of authorized shares of Preferred Stock may be increased by an amendment to the Articles of Incorporation approved solely by a majority vote of the outstanding shares of Common Stock.

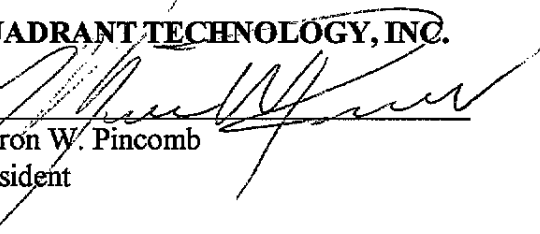
Section 3. The Board of Directors may in its discretion, at any time or from time to time, issue or cause to be issued all or any part of the authorized and unissued shares of Preferred Stock or all or any part of the authorized and unissued shares of Common Stock for consideration of such character and value as the Board of Directors shall from time to time fix or determine.

Section 4. The holders of Common Stock shall have one vote per share.

Section 5. Common Stock shall be subject to the prior rights of holders of any series of Preferred Stock outstanding, according to the preferences, if any, of such series.

Section 6. The Corporation may issue shares of stock, option rights, or securities having conversion or option rights, without first offering them to the holders of Preferred Stock of Common Stock.

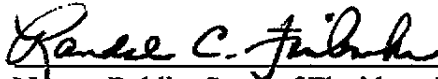
QUADRANT TECHNOLOGY, INC.

By: 
Myron W. Pincomb
President

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing Certificate of Amendment was acknowledged before me this 14 day of MARCH, 2000, by Myron W. Pincomb, who is the President of Quadrant Technology, Inc. and ☒ who is personally known to me or ☐ who has produced _____ as identification.



Notary Public, State of Florida at Large
Notary's Stamped or Printed Name:
My commission expires:



RANDAL C. FAIRBANKS
Comm. No. CG 645501
My Comm. Exp. Aug. 8, 2001
Bonded thru Pichard Ins. Agcy.