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January 30, 1999

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

Re: Dick Tracy, Inc.

Dear Sirs:

Please find enclosed a check for the required filing fees for the Articles of Amendment to Articles of Incorporation regarding the above captioned clients.

Please send any correspondence to the above address.

Sincerely,

Daniel L. Prewett, Ph.D. by: Sue O'Brien

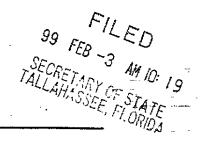
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99 FEB -3 MI ID: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 8 1999

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Dick Tracy, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

This shall be an amendment to Article IV of the Articles of Incorporation of Dick Tracy, Inc.

The corporation is authorized to issue One Million Five Hundred shares (1,000,500) of no par value Common Stock, which shall be designated "Common Shares."

Dated: January 26, 1999

Richard E. Tracy, President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: Jan. 27, 1999

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	Sufficient for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 27th of January 1999
	Signature Richard Wary
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title