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Amend

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/19/05



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 151546

6099A

AUTHORIZATION :

COST LIMIT : \$ 43.75

ORDER DATE : January 19, 2005

ORDER TIME : 10:31 AM

ORDER NO. : 151546-005

CUSTOMER NO: 6099A

CUSTOMER: Ms. Tracie A. Castiglia
Moyle Flanigan Katz Raymond &
P.O. Box 3888

West Palm Beach, FL 33402-3888

DOMESTIC AMENDMENT FILING

NAME: INTERNATIONAL SOFTWARE SYSTEMS
SOLUTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Justin Cheshire -- EXT# 2909

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
05 JAN 19 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTERNATIONAL SOFTWARE SYSTEMS SOLUTIONS, INC.

Pursuant to the provisions of section 617.1001, Florida Statutes, the undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article III of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

ARTICLE III

The total number of shares of stock which the Corporation shall have authority to issue is 35,000,000 consisting of (i) 20,000,000 shares of Voting Common Stock, \$.001 par value per share ("Voting Common Stock"), and (ii) 15,000,000 shares of Non-Voting Common Stock, \$.001 par value per share ("Non-Voting Common Stock").

SECOND: Article IV of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

ARTICLE IV

There shall be no preemptive rights.

THIRD: Article VII of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

ARTICLE VII

The mailing address of the Corporation is 109 Commerce Road, Boynton Beach, Florida 33426.

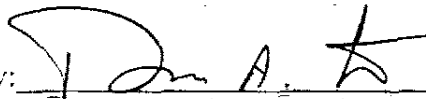
FOURTH: Article VIII of the Articles of Incorporation of the Corporation shall be replaced in its entirety and the following shall be substituted in lieu thereof:

ARTICLE VIII

The street address of the principal office of this Corporation is 109 Commerce Road, Boynton Beach, Florida 33426, and the name of the registered agent of this Corporation is Martin V. Katz whose address is 625 N. Flagler Drive, 9th Floor, West Palm Beach, FL 33401.

FIFTH: The amendment was adopted by the directors and shareholders of the Corporation on December 31, 2004, to be effective January 1, 2005 and the number of votes cast for the amendment was sufficient for approval.

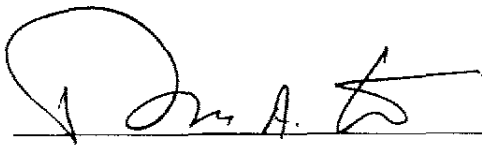
INTERNATIONAL SOFTWARE SYSTEMS
SOLUTIONS, INC.

By: 
Name: Daniel A. Scaduto
Its: Chairman and CEO
Date: 1/13/05

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT INTERNATIONAL SOFTWARE SYSTEMS SOLUTIONS, INC., WITH ITS
PRINCIPAL OFFICES AT is 109 COMMERCE ROAD, BOYNTON BEACH, FLORIDA
33426 HAS NAMED MARTIN V. KATZ, LOCATED AT 625 N. FLAGLER DRIVE, 9TH
FLOOR, WEST PALM BEACH, FL 33401, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.



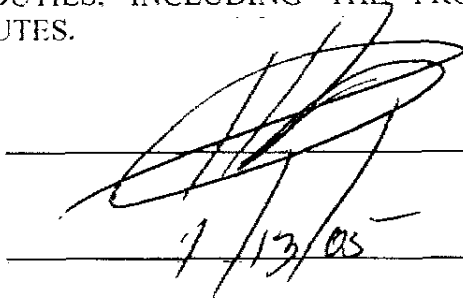
DANIEL A. SCADUTO, Chairman and CEO

1/13/05

(Date)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION. AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES. INCLUDING THE PROVISIONS OF SECTION 607.0505, FLORIDA STATUTES.



Martin V. Katz, Registered Agent

1/13/05

(Date)