

APR-27-2006 THU 05:09

S73511

FAX No. 3053584842

P. 01

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000067183 3)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0380

From:

Account Name : MURAI, WALD, BIONDO, MORENO, P.A.  
Account Number : 076150002103  
Phone : (305) 444-0101  
Fax Number : (305) 444-0174

RECEIVED

06 APR 28 AM 8:00

DIVISION OF CORPORATIONS

COR AMND/RESTATE/CORRECT OR O/D RESIGN

TALLARD TECHNOLOGIES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 APR 28 AM 10:14

Electronic Filing Menu

Corporate Filing Menu

Help

Amendment

04/28/06

APR-27-2006 THU 05:09 PM Murai Wald Biondo

FAX NO. 3053584842

P. 02

Fax Audit No. HQ6000067183 3

**FIRST AMENDMENT**  
**TO**  
**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**TALLARD TECHNOLOGIES, INC.**

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
06 APR 28 AM 10:14

Pursuant to the provisions of Section 607.1006, of the Florida Statutes, Tallard Technologies, Inc., a Florida for profit corporation, adopts the following amendment to the Amended and Restated Articles of Incorporation.

1. Article IV of the Amended and Restated Articles of Incorporation is hereby deleted in its entirety and replaced by the following:

**"ARTICLE IV**  
**CAPITAL STOCK**

The corporation shall be authorized to issue 15,000 shares of common stock, par value of \$1.00 per share; Holders of shares of Common Stock do not have preemptive rights to subscribe to the Corporation's securities. Except as herein stated, the shareholders of the corporation shall have the right to purchase ratably according to their respective holding any shares of the corporation hereafter issued and any securities exchangeable for, or convertible into, such shares, and any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares. The board of directors of the corporation shall have the power to prescribe a reasonable period to time within which the foregoing right to purchase must be exercised."

2. This Amendment was adopted on November 30 2004.

3. The Amendment was approved by shareholders. The number of votes cast for the amendment was sufficient for approval.

Fax Audit No. HQ6000067183 3

APR-27-2006 THU 05:09 PM Murai Wald Biondo

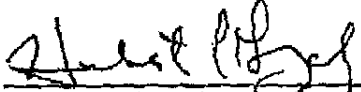
FAX NO. 3053584842

P. 03

Fax Audit No. H06000067183 3

These Articles of Amendment have been executed on this \_\_\_\_ day of January, 2005.

TALLARD TECHNOLOGIES, INC.

By:   
Name: Humberto Gonzalez  
Title: President

Q:\DATA\TALLARD\First Amendment and Registered Articles.doc

Fax Audit No. H06000067183 3