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April 22, 1997

Annual Reports Filings  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: S Squared Productions, Inc.

500002153675--5  
-04/24/97--01060--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed for filing is an original and one copy of the Articles of Amendment to the Articles of Incorporation of S Squared Productions, Inc., along with our firm check for \$35.00 to cover the filing fee. Also enclosed is a self-addressed stamped envelope for return of the confirmation copy of the filed Articles.

Thank you for your assistance with this matter.

Very truly yours,

*Tracy J. Robin*  
(ms)

Tracy J. Robin

TJR/blw  
Enclosures

cc: Mr. Steven H. Fales  
Mr. & Mrs. Dale B. Simpson  
Mr. & Mrs. Gregory P. Strayer  
Jack D. Vahrenwald, Esq.

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
S SQUARED PRODUCTIONS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is S SQUARED PRODUCTIONS, INC.
2. Article IV is hereby amended, as follows:

**ARTICLE IV  
CAPITAL STOCK**

The maximum number of shares of CAPITAL STOCK that this corporation is authorized to have outstanding at any one time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock with an initial par value of ONE AND NO HUNDREDTHS (\$1.00) DOLLAR per share of stock. The par value of such stock may be adjusted from time to time by corporate resolution and dividends may be declared and distributed by the corporation to the respective shareholders of record at the total discretion of the Board of Directors of the corporation.

3. The amendments were adopted on the 17th day of April, 1997.
4. The amendments were duly approved by all of the shareholders in accordance with Section 607.1006, and by the Board of Directors.

Dated April 17, 1997.

S SQUARED PRODUCTIONS, INC.

By: Male G. Simpson  
President

Its: President

Attest: Debra A. Strayer  
Secretary