

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF SOLACE COMPUTER SERVICES, INC.**

Pursuant to the provisions of Section 10-2B-10.06 of the Code of Alabama, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Solace Computer Services, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on January 14, 2000, in the manner prescribed by the Alabama Business Corporation Act.

THIRD: The name of the registered agent and his former address is as follows:

Mark Thomas Henneman
595 Treymoor Lake Circle
Alabaster, Alabama 35210

FIFTH: The name of the NEW registered agent and the address of the registered office of the corporation are:

Jeffrey John Matthews
105 Willow Creek South Lane
Alabaster, AL 35007

SIXTH: The number of shares of the corporation outstanding at the time of such adoption was 200; and the number of shares entitled to vote thereon was 200.

SEVENTH: The number of shares voted for such amendment was 200; and the number of shares that voted against such amendment was 0.

Dated this 14 day of January, 2000.

SOLACE COMPUTER SERVICES, INC.

By: Jeffrey J. Matthews
Jeffrey John Matthews's, President

ATTESTED:

By: Jeffrey J. Matthews
Jeffrey John Matthews, Secretary

02/03/2000-03531
01:53 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 WMS 15.00


Inst. # 2000-03531

VERIFICATION

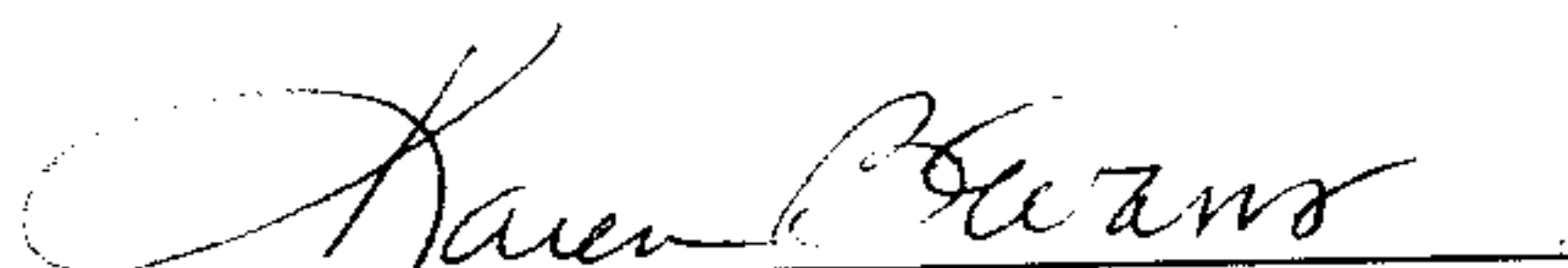
STATE OF ALABAMA)
COUNTY OF JEFFERSON)

Before me, the undersigned authority, personally appeared Jeffrey John Matthews as President of Solace Computer Services Inc., who being by me first duly sworn on oath, deposes and says:

The above and foregoing Articles of Amendment are true and correct.


Jeffrey John Matthews, President

SWORN TO AND SUBSCRIBED BEFORE ME on this 14th day of January
2000.


Notary Public
My commission expires 6-18-00.

Inst # 2000-03531

02/03/2000-03531
01:53 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

002 HHS 15.00