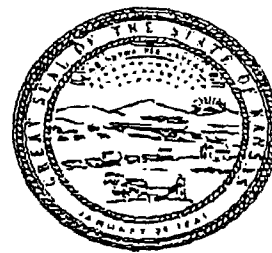


STATE OF KANSAS

2490434 ✓

OFFICE OF
SECRETARY OF STATE
RON THORNBURGH



To all to whom these presents shall come, Greetings:

I, Ron Thornburgh, Secretary of State of the State of Kansas, do hereby certify that the attached is a true and correct copy of an original on file and of record in this office.

STATE OF KANSAS 755
COUNTY OF JOHNSON 155
FILED FOR RECORD

10⁰⁰ 95 MAY 17 AM 10:30.1

SARA FULLMANN
REGISTER OF DEEDS

In testimony whereof:

I hereto set my hand and cause to be affixed my official seal. Done at the City of Topeka on the date below:

MAY 17 1995



RON THORNBURGH
SECRETARY OF STATE

+200
cash

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CERTIFICATE OF AMENDMENT

TO THE

ARTICLES OF INCORPORATION OF VISUALTOOLS, INC.

I, Thomas A. DeBacco, President of VisualTools, Inc., a corporation created, organized and existing under and by virtue of the laws of the State of Kansas, to hereby certify that at a meeting of the Board of Directors of said Corporation, the directors adopted the following resolutions setting forth the following amendments to the Amended and Restated Articles of Incorporation and declaring their advisability:

RESOLVED, that Article I of the Amended and Restated Articles of Incorporation of the Corporation be, and hereby is, amended and restated in its entirety as follows:

ARTICLE I

The name of the Corporation is Visual Components, Inc.

FURTHER RESOLVED, that Article IV of the Amended and Restated Articles of Incorporation the Corporation be, and hereby is, amended and restated in its entirety as follows:

ARTICLE IV

The Corporation shall have authority to issue Five Million (5,000,000) shares of Common Stock having the par value of Ten Cents (\$.10) per share, aggregating Five Hundred Thousand Dollars (\$500,000). There shall be no preferences, qualifications, limitations, restrictions, special or relative rights, including convertible rates, with respect to the shares here unauthorized.

We further certify that thereafter, pursuant to said resolutions, and in accordance with the Bylaws of the Corporation and the laws of the State of Kansas, the Board of Directors called a meeting of stockholders for consideration of the proposed amendments, and thereafter, pursuant to notice and in accordance with the statutes of the State of Kansas, the stockholders convened to consider the proposed amendments.

We further certify that at said meeting of stockholders, the holders of a majority of the issued and outstanding shares of capital stock entitled to vote, voted in favor of the proposed amendments. We further certify that the amendments were duly adopted in accordance with the provisions of KSA 17-6602, as amended.

FILED
SECRETARY OF STATE
KANSAS

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IN WITNESS WHEREOF, the undersigned hereunto set his hand this 5th day of May,

WITNESSES:

Thomas A. DeBacco

Thomas A. DeBacco, President

Mark R. Callegari
Mark R. Callegari, Secretary

STATE OF Missouri)
COUNTY OF JACKSON) SS.

Be it remembered, that before me, a notary public in aforesaid County and State, personally appeared Thomas A. DeBacco, President, and Mark R. Callegari, Secretary, of VisualTools, Inc. who are known to me to be the same persons who have executed the foregoing certificate, and duly acknowledged the execution of the same this 5th day of May, 1995.

Sherry Barry
Notary Public

My Commission expires:

11-8-97

SHERRY BARRY
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires Nov. 8, 1997