Aquasure, Inc.

Aquonics reg Water Technology

6399 142 nd Avenue North; Suite 102: Clearwater, FL.33760-2728: 727.535.1726: fax 727.535.0973: aquasure@aol.com

April 24, 2002

F30973

Division of Corporations Amendment section 409 E. Gaines Street Tallahassee, FI 32399

F.E.I. -59-2126570 Document # F30973 100005348431---6 -04/25/02--01054--005 *****43.75 *****43.75

Enclosed, please find an Amendment of Articles of Corporation.

A check in the amount of \$ 43.75 is enclosed for the filing fee and Certificate of Status.

Sincerely,

Donald Shore

President/Director

Aquasure, Inc

Aquonics Water Technology

02 APR 25 PHII: 57

SECRETARY OF STATE DIVISION OF COMPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Aquasure,	Inc.
(present name)	
#30973 (Document Nu	imber of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Amend article # 11 to add President (P) to Title.

SECRETARY OF STATE
SECRETARY OF STATE
DIVISION OF COMPORATIONS

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: April 24, 2002	
FOURTH	I: Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient	
	for approval by	
2	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signature	Signed this 24th day of April , 2002.	
	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR	
(By a director if adopted by the directors)		
	(by a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	DONALO M. SHURE (Typed or printed name)	
	PRESIDENT / DIRECTOR	