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BASIC AMENDMENT
WORLD HYDROGEN, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WORLD HYDROGEN, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned, World Hydrogen, Inc., a Florida corporation, by its Vice President - Finance, does hereby make and execute these Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is World Hydrogen, Inc.
- 2. The text of the amendment adopted is as follows:

RESOLVED, that the Articles of Incorporation of the corporation be amended by deleting Article III in its entirety and by inserting, in lieu thereof, the following new Article III:

ARTICLE III


Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is 10,000,000 shares of Common Stock, \$.01 per value per share.

- 3. The date of the adoption of the amendment by the shareholders of the corporation was July 29, 2004.
- 4. The number of votes cast for the amendment by the shareholders of the corporation was sufficient for approval.

Dated: July 30, 2004.

WORLD HYDROGEN, INC.

By: 
Name: Arnold Rosenfeld
Title: Vice President - Finance

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