

PO2000106564

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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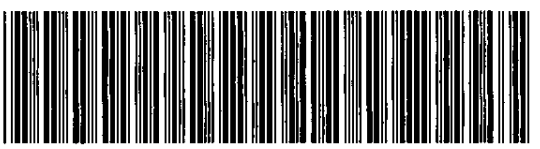
(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

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*Handwritten signature and date*

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: Red Reef Laboratories International, Inc.

DOCUMENT NUMBER: P02000106564

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Peter F Versace  
(Name of Contact Person)

Red Reef Laboratories International, Inc.  
(Firm/ Company)

450 Fairway Drive, Suite 103  
(Address)

Deerfield Beach, FL 33441  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Peter F Versace at ( 954 ) 725 9475  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Articles of Amendment  
to  
Articles of Incorporation  
of**

Red Reef Laboratories International, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P02000106564

(Document number of corporation (if known))

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Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

The CORPORATION HEREBY AMENDS ARTICLE IV TO DECREASE ITS AUTHORIZED SHARES TO

1,500,000,000 SHARES OF COMMON STOCK AND 10,000,000 SHARES OF PREFERRED STOCK.

PAR VALUE OF BOTH CLASSES SHALL REMAIN AT \$.001.

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(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

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(continued)

The date of each amendment(s) adoption: MARCH 19, 2008

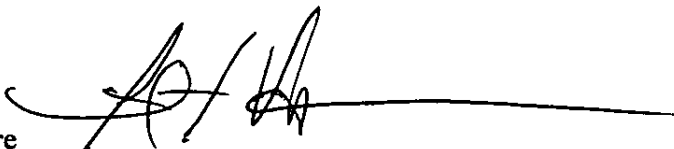
Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 \_\_\_\_\_."  
(voting group)

- 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 

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

PETER F VERSACE  
(Typed or printed name of person signing)

EXEC VP / SECRETARY.  
(Title of person signing)

**FILING FEE: \$35**



MINUTES

SPECIAL MEETING OF THE BOARD OF DIRECTORS

Red Reef Laboratories International, Inc.

March 19, 2008

The special meeting of the Board of Directors of the Corporation held on March 19, 2008 at 10:00 a.m. in the Board Room of Red Reef Laboratories International, Inc. Headquarters, located at 450 Fairway Drive, Suite 103, Deerfield Beach, Florida 33441.

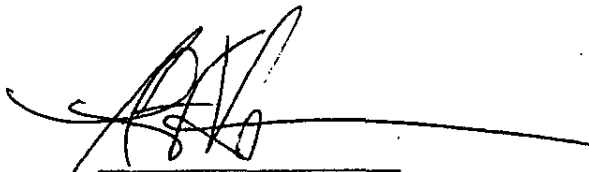
Present at the meeting was a quorum consisting of: Mr. Peter Versace, Secretary, and Dr. Claus Wagner-Bartak, Chairman, and Mr. John Spargo participating via telephone.

The requirement for an advanced notification of the Board meeting was waived by the quorum.

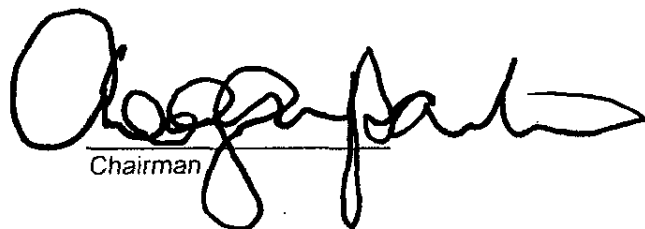
The Chairman called the special meeting to order.

First item: The Board of Directors have deemed it advisable and in the best interest of the Company pursuant to Florida law to decrease the number of authorized shares from 3,000,000,000 to 1,500,000,000 shares of common stock by way of filing a certificate of amendment to the certificate of incorporation of the Company (the "Amendment") with Secretary of State of the State of Florida. After due discussion, upon motion duly made, seconded by the Secretary and carried, it was RESOLVED, and voted unanimously to file the amendment.

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the meeting was adjourned.



Secretary



Chairman