P92000004064

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/11/09

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

BioChem Solutions, Inc.

File 2nd.

Signature

Requested by: BAH

Name	Date	Time
BAH	9/11/08	11:00

- ____ Art of Inc. File____
- ____ LTD Partnership File____
- ____ Foreign Corp. File____
- ____ L.C. File____
- ____ Fictitious Name File____
- ____ Trade/Service Mark____
- ____ Merger File____
- ✓ Art. of Amend. File ✓____
- ____ RA Resignation____
- ____ Dissolution / Withdrawal____
- ____ Annual Report / Reinstatement____
- ____ Cert. Copy____
- ____ Photo Copy____
- ____ Certificate of Good Standing____
- ✓ Certificate of Status____
- ____ Certificate of Fictitious Name____
- ____ Corp Record Search____
- ____ Officer Search____
- ____ Fictitious Search____
- ____ Fictitious Owner Search____
- ____ Vehicle Search____
- ____ Driving Record____
- ____ UCC 1 or 3 File____
- ____ UCC 11 Search____
- ____ UCC 11 Retrieval____

Articles of Amendment
to
Articles of Incorporation
of

FILED

2009 SEP 11 PM 3:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BioChem Solutions Inc.

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

P92000004064

(Document Number of Corporation (if known)

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

A. If amending name, enter the new name of the corporation:

___

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: ___

New Registered Office Address: S.W. 8th. Street, Suite 2000
(Florida street address)

Miami, Florida 33130
(City) *(Zip Code)*

New Registered Agent's Signature, if changing Registered Agent:
I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

___
Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

Title	**Name**	**Address**	**Type of Action**
______	____________________	____________________ ____________________ ____________________	❑ Add ❑ Remove
______	____________________	____________________ ____________________ ____________________	❑ Add ❑ Remove
______	____________________	____________________ ____________________ ____________________	❑ Add ❑ Remove

E. **If amending or adding additional Articles, enter change(s) here:**
(attach additional sheets, if necessary). (Be specific)

SEE ATACHMENT (E)

F. **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:**
(if not applicable, indicate N/A)

SEE ATTACHMENT (F)

The date of each amendment(s) adoption: June 15th., 2009

Effective date if applicable: ____________________

(no more than 90 days after amendment file date)

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

☑ The amendment(s) was/were adopted 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.

Dated July21, 2009

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)

Michael Gomez

(Typed or printed name of person signing)

President

(Title of person signing)

ATTACHMENT (E)

COMMON STOCK

On June 15, 2009, the Board of Directors and a majority of the Company's shareholders approved; to accept the voluntary return of 200,000,000 common shares issued to Whitehall Trust in trust for the CKD Foundation and assigns. Further to grant Whitehall Trust a 1 year option to purchase 500,000 shares of BioChem Solution Inc. by way of private placement at a discount of 15% of the market price.

In Sept. 2006 Island Rock Investments was issued 10,000,000 Reg-S shares to be sold in Europe to raise working capital for the company. Only 3,333,334 were sold and the remaining balance 6,666,666 has been voluntarily returned to the company's transfer agent for cancellation and return to treasury.

Upon the cancelation ad return to treasury of the aforementioned shares the total issued and outstanding shares of the corporation will be 33,339,609 + OR - common shares.

ATTACHMENT (F)

The following amendments to its Articles of Incorporation were adopted by majority consent of shareholders of the Corporation in the manner prescribed by applicable law and is hereby amended by replacing Article(4) CLASS C PREFERRED STOCKS, in its entirety, with the following:

CLASS C PREFERRED STOCK

The Board of Directors has designed 30,000,000 shares of Preferred Stock to be authorized and issued as 'Class C Preferred Stock, which carries the following preferences:

Voting Rights.
Each outstanding share of Class C Preferred Stock of this corporation shall entitle the holder of that share to ten votes on each matter submitted to a vote at a meeting of shareholders.

Anti-dilution.
In the event that we shall at any time combine the outstanding common stock into a smaller number of shares, such action shall have no effect upon the conversion ratio of the Class C Preferred Stock, which shall always be on a thirty share for one share basis.

Conversion Rights.
Each share of Class C Preferred. Stock may, at the option of the holder, be converted into fully paid and nonassessable shares of common stock of the corporation, on a one for one basis, at any time after July 1, 2011.