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DEAN MEAD ORLANDO

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Division of Corporations

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Florida Department of State
Division of Corporations
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Account Number : 076077001702
Phone : (407) 841-1200
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BASIC AMENDMENT

APPLIED POWER TECHNOLOGIES, INC.

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|-----------------------|---------|
| Certificate of Status | 0 |
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DIVISION OF CORPORATIONS

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Amendment
11-22-00
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**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF APPLIED POWER TECHNOLOGIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is Applied Power Technologies, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article III of the Articles of Incorporation by Written Consent dated the 30th day of September, 2000, in accordance with the provisions of Section 607.0821 of the Florida Statutes, all of the shareholders of the Corporation approved the resolution amending Article III of the Articles of Incorporation by Written Consent dated the 30th day of September, 2000, in accordance with the provisions of Section 607.0704 of the Florida Statutes, and the number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval of said amendment. The following is a true and correct copy of the resolution amending Article III of the Articles of Incorporation:

RESOLVED, that Article III of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

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ARTICLE III - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is fifty million (50,000,000) shares of common stock having a par value of One-tenth of One Cent (\$.001) per share.

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 30 day of September, 2000.

APPLIED POWER TECHNOLOGIES, INC.

By: 

Thomas B. deTreville, President

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