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Amended
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JUDITH KENNEY & ASSOCIATES, P.A.

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December 19, 2006

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

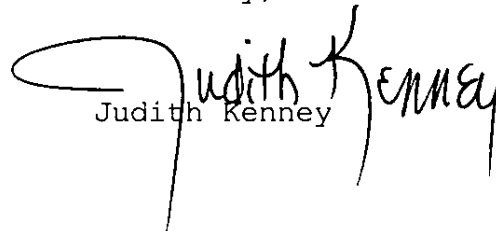
Re: Orthodontix, Inc.

Ladies and Gentlemen:

Enclosed please find an amendment to the Articles of Incorporation for the referenced corporation, together with our check in the amount of \$35.00 for the filing fee.

I have also enclosed a copy of the amendment and a self-addressed envelope for return of the file-stamped copy.

Sincerely,


Judith Kenney

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ORTHODONTIX, INC.**

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1. The name of the corporation filing these Articles of Amendment is Orthodontix, Inc. (the "Corporation").

2. Article III of the Articles of Incorporation of the Corporation is amended as follows to decrease the Corporation's authorized shares of common stock:

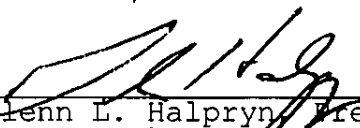
Article III - Capital Stock

The Corporation is authorized to issue the following shares of capital stock: (a) 150,000,000 shares of common stock, par value \$.001 per share (the "Common Stock"); and (b) 100,000,000 shares of preferred stock, par value \$.0001 per share (the "Preferred Stock").

3. The foregoing amendment was duly adopted by unanimous written consent of the directors of the Corporation on December 7, 2006.

IN WITNESS WHEREOF, the undersigned President and Secretary of Orthodontix, Inc. have executed these Articles of Amendment on behalf of the Corporation on this 13th day of December, 2006.

ORTHODONTIX, INC.

By: 
Glenn L. Halpryn, President

By: 
Alan Jay Weisberg, Secretary