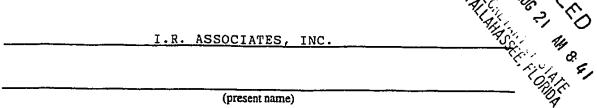
THE UNITED STATES COMPORATION ACCOUNT NO. 072100000032 REFERENCE 503870 4353424 AUTHORIZATION \$ 87.50 COST LIMIT ORDER DATE: August 20, 1997 ORDER TIME : 12:22 PM ORDER NO. : 503870-005 300002273903-CUSTOMER NO: 4353424 Jeffrey Schneider, Esq Kudman, Trachten & Kessler CUSTOMER: 350 Fifth Avenue Suite 4400 New York, NY 10118 DOMESTIC AMENDMENT FILING LIVISION OF COMPORATION ASSOCIAT NAME: EFFICTIVE DATE: ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATA W.P. Vist (yor PLEASE RETURN THE FOLLOWING AS PROOF OF \_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article "FIRST" is amended to change the name of the corporation and is to read in its entirety as follows:

"<u>FIRST</u>: The corporate name for the corporation (hereinafter called the "corporation") is INFRARED ASSOCIATES, INC.

SECOND: 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, are as follows:

THIRD:	The date of each amendment's adoption: August 14, 1997
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
E	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	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"
	voung group
٥	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	•
Signature	Signed this 14th day of August , 1997  Vice President and Secretary  (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders)
	OR
	(Ry a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Typed or printed name
	Title