

Tuesday, September 12, 2000

Division of Corporations

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P98000056209

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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DIVISION OF CORPORATIONS

BASIC AMENDMENT
GULF OPTICS CORPORATION

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AMEND
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 28, 2000

0257500671S CORPORATION
4516 HWY 20 EAST, STE 210
NICEVILLE, FL 32578

SUBJECT: GULF OPTICS CORPORATION
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Karen Gibson
Corporate Specialist

FAX Aud. #: H00000048138
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 13, 2000

GULF OPTICS CORPORATION
4516 HWY 20 EAST, STE 210
NICEVILLE, FL 32578

SUBJECT: GULF OPTICS CORPORATION
REF: P98000056209

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and title of the person signing the document must be noted beneath or opposite the signature.

Please retain the written consent to action by shareholders for your records. This information is not required to be filed with this office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H00000048138
Letter Number: 600A00048394

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF OPTICS, INC.

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00 OCT - 3 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendments Adopted:

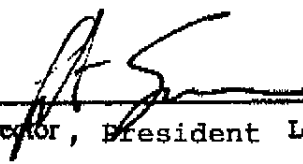
Article IV of the articles of incorporation is hereby amended to read:

The maximum number of shares of capital stock that this corporation shall be authorized to issue is One Million (1,000,000) shares. Such shares shall be of a single class of common stock and shall have a par value of One Cent (1¢) per share per share.

SECOND: The date of adoption of the amendments: SEPT 1, 2000.

THIRD: This amendment were approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 1st Day of SEPT, 2000



Director, President Larry Snyder