

P99000064372



October 16, 2001

Mark Libratore,
President

Robert Davis,
CFO

400004641604--2
-10/18/01--01046--003
*****43.75 *****43.75

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To Whom It May Concern:

Attached is the Article of Amendment to the Articles of Incorporation, to change the authorized shares of stock the Corporation may issue. The document number for the Corporation is P99000064372. We would like to receive a certified copy of the amendment returned to us at PO Box 446, Stuart, FL 34995. Our telephone number is 561-287-2414.

Sincerely

Robert J. Davis,
CFO

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
01 OCT 18 AM 9:41

Amend

V SHEPARD OCT 23 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 OCT 18 AM 9:41

Liberator Medical Supply, Inc.
(present name)

P99000064372
(Document Number of Corporation (if known))

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 III being amended to:

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 26,000,000 no par voting shares and 4,000,000 no par non voting shares

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: October 12, 2001

FOURTH: Adoption of Amendment(s) (CHECK ONE)

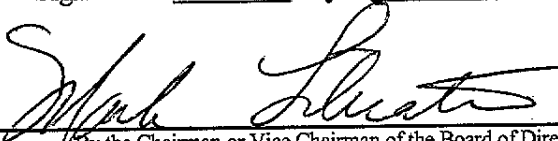
- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled 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.

Signed this 12th day of October, 2001

Signature



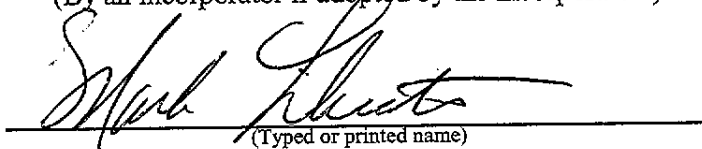
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)



(Typed or printed name)

Mark Libratore President

(Title)