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Division of Corporations

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BASIC AMENDMENT

VERTILUX, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 20, 2004

VERTILUX, INC.
C/O RICHARDS
2665 SOUTH BAYSHORE DR #703
MIAMI, FL 33133US

SUBJECT: VERTILUX, INC.
REF: G62975

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

FILED
04 FEB 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First: The date of filing of the articles of incorporation of VERTILUX, INC. was September 27, 1983.

Second: The following amendment to the articles of incorporation were adopted by the corporation:

ARTICLE I of the articles of incorporation will be deleted and replaced with the following:

ARTICLE I

Name

The name of this Corporation is VTX MIAMI, INC. (hereinafter "the Corporation").

Third: This amendment was adopted on November 1, 2003.

Fourth: This amendment was adopted by the unanimous vote of the shareholders. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, I have made and subscribed this Amendment of the Articles of Incorporation this 11 day of February 2004.



Jose Manuel Belsol, President

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STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, personally appeared Jose Manuel Belsoi, who is well known to me to be the person described in and who executed these Articles of Amendment of the Articles of Incorporation of Vertilux, Inc., a Florida corporation, as Director, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

9 SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this day of February 2004.

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:

