

P99000073615

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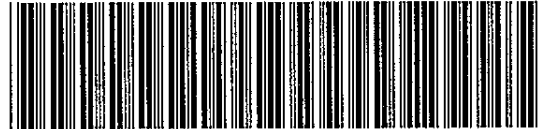
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** TechHealth, Inc.

**DOCUMENT NUMBER:** P99000073615

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Edwin J. Guillot

(Name of Contact Person)

TechHealth, Inc.

(Firm/ Company)

8800 Grand Oak Circle, Suite 510

(Address)

Tampa, FL 33637

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Edwin J. Guillot

(Name of Contact Person)

at ( 813 )

248-3788 ext. 5114

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

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☒ \$52.50 Filing Fee  
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(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**Articles of Amendment to the Articles of Incorporation of TechHealth, Inc.**

I, Thomas R. Sweet, President, Secretary and Chief Executive Officer of TechHealth, Inc. (the "Corporation"), a corporation duly registered as "P99000073615" with the Division of Corporations of the Department of State of the State of Florida, do hereby certify that:

1. Pursuant to an affirmative vote by the Board of Directors on December 26, 2002, the amendment to TechHealth, Inc.'s Articles of Incorporation, approved at the Board Meeting of April 14, 2000 (filed with the Florida Department of State on November 14, 2001) approving the issuance of a class of Series B Preferred Shares at \$25,000 each share, was extended to June 30, 2003 and increased to a maximum of \$7,000,000 in additional capital (for a total of 280 shares authorized at \$25,000 each).

This amendment to the Articles of Incorporation was approved and adopted pursuant to Section 607.1006, Florida Statutes, on the 26<sup>th</sup> day of December, 2002, by majority vote of the Board of Directors of this corporation at a meeting duly called at which a quorum was present, which was sufficient to approve the amendment and no shareholder action was required.

2. At a Stockholders meeting held on June 8, 2004 pursuant to due notice, the Corporation's stockholders of record, by a majority of votes sufficient for approval, agreed to amend the Corporation's Articles of Incorporation by deleting in its entirety the existing first paragraph of Article IV and by substituting, in lieu thereof, the following:

The aggregate number of shares of stock authorized to be issued by this corporation shall be 150,000,000 shares of common stock, each with a par value of \$.001 (the "Common Stock"), and 5,000,000 shares of preferred stock, each with a par value of \$.01 (the "Preferred Stock"). Each share of issued and outstanding Common Stock shall entitle the holder thereof to one vote on such matter with respect to which shareholders have the right to vote and to fully participate in all shareholder meetings. Each share of Common Stock shall entitle the shareholder thereof to share ratably in the net assets of the corporation upon liquidation or dissolution, but each such share shall be subject to the rights and preferences of the Preferred Stock as hereinafter set forth.

In witness whereof, this 21<sup>st</sup> day of March 2005.

**TECHHEALTH, INC.**

By: 

Thomas R. Sweet, President, Secretary,  
and Chief Executive Officer

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TALLAHASSEE, FLORIDA