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POWER PRO-TECH SERVICES, INC.

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Amendment
10/22/07
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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
POWER PRO-TECH SERVICES, INC.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following articles of amendment to its Amended and Restated Articles of Incorporation (the "Amended and Restated Articles"):

1. The name of the Corporation is Power Pro-Tech Services, Inc. (the "Corporation").

2 Section 4.1 of Article IV of the Amended and Restated Articles is amended by deleting the provision of said Section 4.1 of Article IV as the same now exists and by substituting in lieu thereof, the following:

"Section 4.1 Common Stock; Class B Common Stock.

(a) The maximum aggregate number of shares of Common Stock, par value \$0.0001 per share (the "Common Stock") that the Corporation shall have authority to issue is 1,000,000 shares.

(b) The maximum aggregate number of shares of Class B Common Stock, par value \$0.0001 per share (the "Class B Common Stock") that the Corporation shall have authority to issue is 75,000 shares.

(c) Except with respect to the differences in voting rights between the Common Stock and the Class B Common Stock, the Common Stock and the Class B Common Stock shall be identical in all respects and shall have equal rights, preferences, limitations and privileges. Shares of Common Stock shall be voting shares and the holders of such shares shall be entitled to one vote per share. Shares of Class B Common Stock shall have no voting power, except as provided by law.

(d) Shares of Class B Common Stock shall automatically convert into shares of Common Stock upon the earliest to occur of the following: (i) immediately prior to the effectiveness of (A) any merger, consolidation, share exchange or sale of stock involving at least 50% of the capital stock of the Corporation or (B) any sale, transfer, conveyance or disposition of all or substantially all of the assets of the Corporation; and (ii) upon effectiveness of an initial public offering of shares of Common Stock pursuant to a registration statement filed with the Securities and Exchange Commission."

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3. Section 4.17 of Article IV of the Amended and Restated Articles is amended by deleting the definition of Common Stock as the same now exists and by substituting in lieu thereof, the following:

"Common Stock" means, collectively, the Corporation's common stock, par value \$0.0001, Class B common stock, par value \$0.0001, and any capital stock of any class of the Corporation hereafter authorized which is not limited to a fixed sum or percentage of par or stated value in respect to the rights of the holders thereof to participate in dividends or in the distribution of assets upon any liquidation, dissolution or winding up of the Corporation."

4. The foregoing amendment to the Amended and Restated Articles was adopted and approved effective as of October 19, 2007 by the written consent of the Corporation's Board of Directors and the joint written consent of the holders of a majority of the Corporation's issued and outstanding common stock entitled to vote thereon and the holders of 100% of the Corporation's issued and outstanding preferred stock entitled to vote thereof, representing votes sufficient for approval.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 19th day of October, 2007.

POWER PRO-TECH SERVICES, INC.

By: 

Robert J. Byrne, President

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