

681706

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H10000057448 3)))



H100000574483ABC\$

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6380

From:

Account Name : GREENBERG, TRAURIG, HOFFMAN, ET AL.  
Account Number : 076077001461  
Phone : (305) 789-5357  
Fax Number : (305) 961-5357

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

10 MAR 12 AM 8:18

FILED

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: \_\_\_\_\_

RECEIVED

2010 MAR 12 AM 8:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
NON-INVASIVE MONITORING SYSTEMS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

*Amend*

Electronic Filing Menu

Corporate Filing Menu

Help

H10000057448 3  
FILED  
10 MAR 12 AM 8:18  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
NON-INVASIVE MONITORING SYSTEMS, INC.

Non-Invasive Monitoring Systems, Inc., a Florida corporation (the "Corporation"), hereby certifies, pursuant to and in accordance with Section 607.1006 of the Florida Business Corporation Act, for the purpose of filing these Articles of Amendment to the Articles of Incorporation of Non-Invasive Monitoring Systems, Inc. (these "Amended Articles") with the Department of State of the State of Florida, that:

1. The name of the Corporation is Non-Invasive Monitoring Systems, Inc.
2. The Articles of Incorporation of the Corporation are hereby amended by striking out Article VI in its entirety and replacing it with the following:

**ARTICLE VI — BOARD OF DIRECTORS**

The Corporation shall have eight directors. The number of Directors may be increased or diminished from time to time in accordance with the provisions of the Corporation's by-laws, but shall never be less than one nor more than eight.

3. These Amended Articles were adopted and approved on January 19, 2010 at the Corporation's 2010 Annual Meeting of Shareholders by the affirmative vote of the holders of a majority of the outstanding shares of the Corporation's common stock, Series B Preferred Stock, Series C Convertible Preferred Stock and Series D Convertible Preferred Stock, voting together as a single class (the number of votes cast in favor of these Amended Articles was sufficient for approval). These Amended Articles shall be effective upon filing with the Department of State of the State of Florida.

IN WITNESS WHEREOF, the Corporation has caused these Amended Articles to be executed by a duly authorized officer of the Corporation as of this 12<sup>th</sup> day of March, 2010.

NON-INVASIVE MONITORING SYSTEMS, INC.

By: \_\_\_\_\_

Joshua B. Weingard  
Secretary

H10000057448 3