

G18227

ISLEY AND DEREUIL, P.A.
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1040 BAYVIEW DRIVE
FORT LAUDERDALE, FLORIDA (33304)

HUGH G. ISLEY, JR.
LOUIS J. DEREUIL

September 4, 1998

TEL. (954) 564-7525
FAX (954) 564-7550

Florida Department of State
Division of Corporations
Amendment Section
P. O. Box 6327
Tallahassee, Florida 32314

FILED
98 SEP -8 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

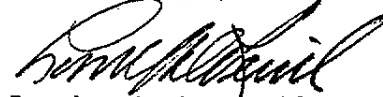
Re: BIOSERV, INC.
Amendment to Articles of Incorporation

Dear Sir:

We enclose for filing with the Department of State, an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of BIOSERV, INC.

Also enclosed is our check in the amount of 87.50 to cover fees for filing and certification of copy to be returned to this office.

Very truly yours,


Louis J. DeReuil

LJD/ems

Enclosures

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-09/08/98--01070--006
*****87.50 *****87.50

Amend.
9-15-98
CC

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

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TALLAHASSEE, FLORIDA

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: For purposes of amending its Articles of Incorporation, the Corporation hereby amends Article IV of its Articles of Incorporation, to read as follows:

“The maximum number of voting shares which the Corporation is authorized to have outstanding is 1,000 Voting Common Shares of the par value of \$1.00 a share. The maximum number of non-voting shares which the Corporation is authorized to have outstanding is 1,000 Non-Voting Common shares of the par value of \$1.00 a share.

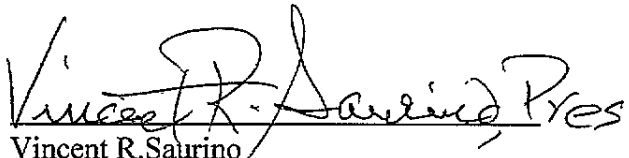
“The aggregate stated capital of the voting and non-voting common shares issued and outstanding upon the taking effect of this amendment shall be the same as the aggregate stated capital of the voting common shares issued and outstanding immediately prior to the taking effect of this amendment.”

SECOND: The amendment to Article IV of the Articles of Incorporation shall be submitted to the Board of Directors and Stockholders of the Corporation at a Special Joint Meeting of the Board of Directors and Stockholders and, if approved, the proper officers of the Corporation are authorized to subscribe and file a certificate in proper form of the adoption of the foregoing Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

THIRD: The date of the amendment's adoption is February 11, 1998.

FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 4 day of May, 1998.


Vincent R. Saurino
President