

H70990

Florida Department of State
Division of Corporations
Public Access System

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.

(((H06000167892 3)))

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)205-0380

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP
Account Number : 076666002140
Phone : (727)441-1818
Fax Number : (727)441-8617

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 JUN 27 AM 10:16

FILED

RECEIVED

06 JUN 27 AM 8:00

DIVISION OF CORPORATIONS

COR AMND/RESTATE/CORRECT OR O/D RESIGN

INNOVA/PURE WATER, INC.

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

T. Roberts JUN 28 2006

09045-112105

FIL(((H06000167892 3)))

2006 JUN 27 AM 10:16

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INNOVA/PURE WATER, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President of **INNOVA/PURE WATER, INC.**, a Florida corporation (the "Corporation"), does hereby certify that the Amendment provided for herein to increase the number of authorized shares of the Common Stock of the Corporation was adopted by Resolutions of the Board of Directors of the Corporation at a meeting held on April 24, 2006, and by Shareholders of the Corporation owning a requisite percentage of shares legally sufficient to authorize the actions set forth herein at a special meeting held on April 24, 2006, in accordance with the provisions of Chapter 607 of the General Corporation Law of the State of Florida, and the number of votes cast in favor of the Amendment was sufficient to carry the motion.

1. The name of the Corporation is **INNOVA/PURE WATER, INC.**, a Florida corporation.

2. Article III of the Articles of Incorporation filed August 13, 1985, in the office of the Secretary of State of the State of Florida as Charter Number H70990, as amended by Articles of Amendment to the Articles of Incorporation filed January 22, 1986, and as further amended by Articles of Amendment to the Articles of Incorporation filed on October 24, 1996, is hereby deleted and the following new Article III is substituted in lieu thereof:

**ARTICLE III
CAPITAL STOCK**

The Corporation shall be authorized to issue two (2) classes of capital stock to be designated respectively preferred stock ("Preferred Stock") and common stock ("Common Stock"). The total number of shares of Preferred Stock that the Corporation shall have authority to issue is 2,000,000 at \$.0001 par value per share, and the total number of shares of Common Stock that the Corporation shall have authority to issue is 100,000,000 at \$.0001 par value per share. The Preferred Stock authorized by these Articles of Amendment to Articles of Incorporation shall be issued in series. The Board of Directors of the Corporation is authorized to establish series of Preferred Stock and to fix, in the manner and to the full extent provided and permitted by law, the rights, preferences and limitations of each series of the Preferred Stock and the relative rights, preferences and limitations between or among such series, including:

- (1) the designation of each series and the number of shares that shall constitute the series;

(((H06000167892 3)))

(((H06000167892 3)))

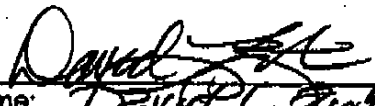
- (2) the rate of dividends, if any, payable on the shares of each series, the time and manner of payment and whether or not such dividends shall be cumulative;
- (3) whether shares of each series may be redeemed or converted, and, if so, the redemption or conversion price and the terms and conditions of redemption or conversion.
- (4) sinking fund provisions, if any, for the redemption or purchase of shares of each series which is redeemable;
- (5) the amount, if any, payable upon shares of each series in the event of the voluntary or involuntary liquidation, dissolution or winding up of the Corporation, and the manner and preference of such payment;
- (6) voting rights, if any, on the shares of each series and any conditions upon the exercisability of such rights.

The holders of Common Stock shall be entitled to one (1) vote for each share held at all meetings of the Stockholders of the Corporation. The holders of Preferred Stock shall be entitled to the number of votes set forth in the Designation of Shares of Preferred Stock.

All other Articles and provisions of the Articles of Incorporation of the Corporation, as previously amended, shall remain in full force and effect and the same as originally filed.

IN WITNESS WHEREOF, the President of the Corporation has executed these Articles of Amendment to Articles of Incorporation of the Corporation the 23rd day of June, 2006, and hereby certifies that the facts herein stated are true and correct.

INNOVA/PURE WATER, INC.,
a Florida corporation

By: 
Name: David L. Rich
Title: President

MTC/cam/376067v1 Articles of Amendment
09045112105

(((H06000167892 3)))