

Florida Department of State

Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

ADVANCED DETECTION SYSTEMS, INC.

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TALLAHASSEE, FLORIDA

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MAY 19 2009

EXAMINER

MAY. 19. 2009 11:18AM

C S C

NO. 968

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DIVISION OF CORPORATIONS
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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
ADVANCED DETECTION SYSTEMS, INC.**

I, MEL A. MAHLER, being the President of ADVANCED DETECTION SYSTEMS, INC., do hereby certify to the Secretary of State that on the 8th day of May, 2009, the following resolutions were duly and legally adopted by all Directors and all Shareholders of said Corporation pursuant to Florida Statutes Sections 607.0821 and 607.0704:

BE IT RESOLVED that the Section of the Articles of Incorporation entitled "Purpose of Corporation" is hereby amended by adding the following after the first sentence of said Section:

"In addition to the foregoing, the Corporation shall also have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under Florida Business Corporation Act, as amended."

BE IT FURTHER RESOLVED that the Section of the Articles of Incorporation entitled "Provisions Relating to Conduct of Corporation Affairs" is hereby amended by adding the following paragraphs to the end of said Section:

"The shareholders may grant a security interest in their respective shares and pledge their shares to one or more lenders to the Corporation as collateral security for the due payment and performance by the Corporation of all its indebtedness, liabilities and obligations, whenever arising, to the lender (such grant and pledge is hereinafter referred to as a "Shareholder Assignment").

"The Shareholder Assignment shall be made on such terms and conditions as shall be set forth in such instruments and documents as shall be satisfactory in form and substance to the Board of Directors and the applicable shareholder (the "Shareholder Assignment Documents"). No shareholder shall cease to be a shareholder by virtue of a Shareholder Assignment Document or any similar document or the exercise by the lender of any right or remedy available to it pursuant to the provisions of the Shareholder Assignment Documents or any similar document, except to the extent otherwise directed by the lender pursuant to the Shareholder Assignment Documents or such other document. The Shareholder Assignment Documents may also include provisions permitting the lender, upon the occurrence of an event of default referred to therein, to exercise all rights and remedies available to a secured party under the Uniform Commercial Code (the "UCC") or other applicable law or provided for in the Shareholder Assignment Documents. Any such sale or transfer by the lender of the pledged shares may be made by the lender in its capacity as a secured party holding a security interest in the pledged shares and selling or transferring it pursuant to the UCC and other applicable law without taking title thereto, or by transferring the pledged shares after having taken title thereto, or otherwise as permitted by applicable law, but in any event as the lender shall determine in its sole and absolute discretion

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and, notwithstanding any other provision in these Articles of Incorporation or elsewhere, without the requirement that any other shareholder be given a right of first refusal, right of first offer, right to consent or any other similar rights."

BE IT FURTHER RESOLVED that this Articles of Amendment may be executed by different parties hereto on any number of separate counterparts, each of which, when so executed and delivered, shall be an original, and all such counterparts shall together constitute one and the same instrument.

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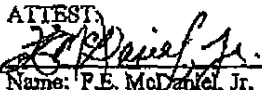
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I do hereby certify that said Resolution has not been altered, amended or rescinded and that it is in full force and effect this 8th day of May, 2009.

ATTEST:


Name: P.E. McDaniel, Jr.
Title: Secretary


Name: Mel A. Mahler
Title: President

STATE OF TENNESSEE)
) ss.:
COUNTY OF DAVIDSON)

On the 8th day of May in the year 2009 before me, the undersigned, a Notary Public in and for said State, personally appeared Mel A. Mahler, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the person upon behalf of which the individual acted, executed the instrument.




Notary Public

STATE OF TENNESSEE)
) ss.:
COUNTY OF DAVIDSON)

On the 8th day of May in the year 2009 before me, the undersigned, a Notary Public in and for said State, personally appeared F.E. McDaniel, Jr., personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the person upon behalf of which the individual acted, executed the instrument.




Notary Public