

**CORPORATE  
ACCESS;  
INC.**

J26123

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

**WALK IN**

PICK UP 5/15/01 11:00

**FILED**  
01 MAY 15 PM 2:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Amendment

1.) Rubber Technology International, Inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

Amend  
5-15-01  
AMS

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**RECEIVED**  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAY 15 AM 10:03  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

**SPECIAL INSTRUCTIONS**

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
RUBBER TECHNOLOGY INTERNATIONAL, INC.

**FILED**  
01 MAY 15 PM 2:16  
SECRETARY OF STATE  
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: Article IV of the Articles of Incorporation is amended and restated in its entirety as follows:


**"ARTICLE IV  
SHARES**

4. The capital stock of the Corporation shall consist of 150,000,000 shares of Common Stock, \$0.0001 par value and 20,000,000 shares of preferred stock, \$0.0001 par value.

The shares of Preferred Stock may be issued from time to time in one or more series. The Board of Directors of the Corporation (the "Board of Directors") is expressly authorized to provide for the issue of all or any of the shares of the Preferred Stock in one or more series, and to fix the number of shares and to determine or alter for each such series, such voting powers, full or limited, or no voting powers, and such designations, preferences, and relative, participating, optional, or other rights and such qualifications, limitations, or restrictions thereof, as shall be stated and expressed in the resolution or resolutions adopted by the Board of Directors providing for the issue of such shares (a "Preferred Stock Designation") and as may be permitted by applicable laws. The Board of Directors is also expressly authorized to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series. In case the number of shares of any such series shall be so decreased, the shares constituting such decrease shall resume the status that they had prior to the adoption of the resolution originally fixing the number of shares of such series."

SECOND: I hereby certify that the preceding was adopted by a greater than two-thirds majority vote of the shareholders on April 12, 2001 and unanimous vote of directors of the corporation on March 5, 2001 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation on this May 7, 2001.

  
Trevor Webb, President, Chief Executive  
Officer and Member of the Board of  
Directors