

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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00 AUG 30 PM 12:45
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

Pure H2O Bio-Technologies, Inc.

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File Photo ☒
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
Photo Copy ☒ _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

G. COULLIETTE AUG 30 2000

Signature _____

Requested by: CD

Name _____

Date 8/30/00

Time 11:00

Walk-In _____

Will Pick Up _____

Articles of Amendment to the
Articles of Incorporation
of Pure H2O Bio-Technologies, Inc.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation, as amended, of Pure H2O Bio-Technologies, Inc., a Florida corporation (the "Corporation"), are hereby amended as follows:

Article VI is deleted in its entirety and substituted by the following:

"Article VI

The Corporation shall have a total of seven (7) directors, who shall be elected annually. Four (4) directors shall be elected by the holders of Series A Preferred Stock and Three (3) directors shall be elected by the holders of the Corporation's common stock."

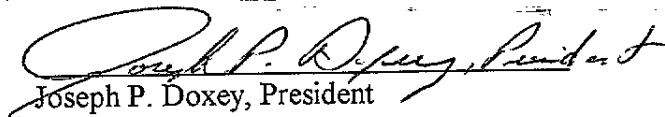
The Articles of Incorporation are hereby further amended to add the following:

"Article XII

Except as otherwise provided by law, the By-laws or any of them may be amended in any respect or repealed at any time, either (i) at any meeting of shareholders, provided that any amendment or supplement proposed to be acted upon at any such meeting has been described or referred to in the notice of such meeting, or (ii) at any meeting of the Board of Directors, provided that no amendment adopted by the Board of Directors may vary or conflict with any amendment adopted by the shareholders."

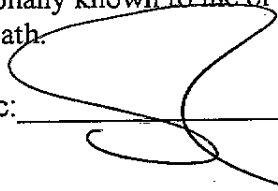
The foregoing was adopted by the written consent of the Board of Directors on July 5, 2000 and the majority of shareholders of the Corporation on July 5, 2000 pursuant to Sections 607.0821 and 607.0704 of the Florida Statutes. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Dated: August 28, 2000


Joseph P. Doxey, President

State of Florida
County of Palm Beach

The foregoing instrument was acknowledged before me this ____ day of August, 2000 by Joseph P. Doxey as President of Pure H2O Bio-Technologies, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced a Florida drivers license as identification and did not take an oath.

Notary Public: 

STATE OF FLORIDA
COUNTY OF PALM BEACH
SUBSCRIBED BEFORE ME

