

Division of Corporations

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L 19230

Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850)922-4000

From:

Account Name : MEDICAL INDUSTRIES OF AMERICA, INC.
Account Number : I19980000026
Phone : (561)737-2227
Fax Number : (561)265-2869

FILED
99 FEB 22 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT**MEDICAL INDUSTRIES OF AMERICA, INC.**

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

Amendment
02-22-99
DC

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DIVISION OF CORPORATIONS

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850) 922-4000

From:

Account Name : MEDICAL INDUSTRIES OF AMERICA, INC.

Account Number : I19980000026

Phone : (561) 737-2227

Fax Number : (561) 265-2869

BASIC AMENDMENT

MEDICAL INDUSTRIES OF AMERICA, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 19, 1999

MEDICAL INDUSTRIES OF AMERICA, INC.
1903 S CONGRESS AVE #400
BOYNTON BCH, FL 33426US

SUBJECT: MEDICAL INDUSTRIES OF AMERICA, INC.
REF: L19230

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

* If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: E99000003969
Letter Number: 399A00007646

amended on page 2

Fax Audit No: H99000003969 5

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
MEDICAL INDUSTRIES OF AMERICA, INC.**

FILED
99 FEB 22 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Pursuant to Provisions of the
Florida Business Corporation Act**

MEDICAL INDUSTRIES OF AMERICA, INC. (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to the applicable section(s) of the Florida Business Corporation Act, the Shareholders approved the following resolutions of the Board of Directors on November 18, 1998:

WHEREAS, the Company's Articles of Incorporation currently authorize the Company to issue up to 50,000,000 shares of Common Stock and 10,000,000 shares of preferred stock, no par value per share ("Preferred Stock"); and

WHEREAS, the Board of Directors deems it to be in the best interests of the Company to increase the number of authorized shares of capital stock to 120,000,000 shares, consisting of 100,000,000 shares of Common Stock, \$.0025 par value per share, and 20,000,000 shares of Preferred Stock, \$1.00 par value per share.

IT IS, THEREFORE,

RESOLVED, that Article III of the Articles is deleted in its entirety and in its place the following Article III is hereby adopted and incorporated into the Articles:

The total number of shares of capital stock of all classes which the Corporation shall have authority to issue is 120,000,000 shares, consisting of 100,000,000 shares of Common Stock \$.0025 par value per share and 20,000,000 shares of Preferred Stock, \$1.00 per share.


Fax Audit No: H99000003969 5

RESOLVED, except as set forth herein the Articles of Incorporation of Medical Industries of America, Inc. remain unchanged.

NOW THEREFORE

The foregoing was authorized by the Shareholders by majority approval on November 18, 1998 and that the number of votes cast by the shareholders was sufficient for approval.

MEDICAL INDUSTRIES OF AMERICA, INC.

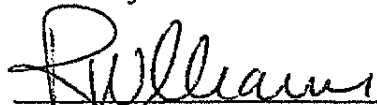
By: 
Paul C. Pershes,
Director/ President

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 22nd day of February, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared, Paul C. Pershes, who either is known to me personally or who supplied _____ as identification, acknowledged to the fact that he is a Director and President of MEDICAL INDUSTRIES OF AMERICA, INC., and that he executed as said officer and director the foregoing Articles of Amendment of said Corporation as his act and deed and as the act and deed of said Corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.


NOTARY PUBLIC

Notary Public Commission expires:
[notarial seal]

