

Jan. 30, 1997 9:00

TRIPP, OT

No. 1521 P. 1/2

L49051

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: TRIPP, SCOTT, CONKLIN & SMITH
CONTACT: PATTY SCHLINDWEIN
PHONE: (305)525-7500

ACCT#: 075350000085

FAX #: (954)728-9236

NAME: V.O.C. ANALYTICAL LABORATORIES, INC.

AUDIT NUMBER.....H97000001750

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 PAGES..... 1

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Linda

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TALLAHASSEE, FLORIDA

January 30, 1997

V.O.C. ANALYTICAL LABORATORIES, INC.
877 NW 61 ST STE 202
FT LAUDERDALE, FL 33309

SUBJECT: V.O.C. ANALYTICAL LABORATORIES, INC.
REF: L49051

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Linda Stitt
Corporate Specialist

FAX Aud. #: H97000001750
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Linda Stitt
Corporate Specialist

FAX Aud. #: H97000001750
Letter Number: 397A00004961

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
V.O.C. ANALYTICAL LABORATORIES, INC.**

The following provision of the Articles of Incorporation of V.O.C. Analytical Laboratories, Inc., a Florida corporation ("Corporation"), filed with the Department of State on Florida, Charter Number L49051, including, without limitation, the Articles of Amendment to the Articles of Incorporation of the Corporation filed with the Florida Secretary of State on July 5, 1996, and the Articles of Amendment to the Articles of Incorporation of the Corporation filed with the Florida Secretary of State on September 20, 1996 be, and it is hereby, amended as shown below:

Article IV of the Articles of Incorporation of this Corporation is amended and restated to read in its entirety as follows:

ARTICLE IV

4. Authorized Shares. The total number of shares of stock of all classes which the Corporation shall have authority to issue is 30,000,494 shares, of which 494 shares shall be Class A Preferred Stock, with a par value of One Thousand Six Hundred Nineteen and 43/100 Dollars (\$1,619.43) per share (hereinafter called "Class A Preferred Stock"); 10,000,000 shares of Class B Preferred Stock, with a par value of Ten Cents (\$0.10) per share (hereinafter called "Class B Preferred Stock"); and 20,000,000 shares of Common Stock, with a par value of One Dollar (\$1.00) per share (hereinafter called "Common Stock").

The foregoing amendment was adopted by all the Directors and all the shareholders of the Corporation by written consent in lieu of a meeting dated January 29, 1997.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of January 29, 1997.

By: 
Lawrence Korn, President

Prepared by:
Gregory A. McLaughlin, Esq.
Bar No. 0518794
Tripp, Scott, Conklin & Smith
110 S.E. 6th Street
Ft. Lauderdale, Florida, 33301
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