

Feb. 10. 1997 10:24AM

TRIP

No. 2063 P. 1/2

L49051

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: TRIPP, SCOTT, CONKLIN & SMITH

ACCT#: 075350000065

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

AUDIT NUMBER.....H97000002354

DOC TYPE.....BASIC AMENDMENT

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

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Amend.

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ARTICLES OF CORRECTION
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, the Articles of Amendment to the Articles of Incorporation of the Corporation filed with the Florida Secretary of State on September 20, 1996, and the Articles of Amendment to the Articles of Incorporation filed with the Florida Secretary of State on January 31, 1997 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 Unclassified Stock, with a par value of One Cent (\$0.01) per share (hereinafter called "Unclassified Stock"); and 20,000,000 shares of Common Stock, with a par value of One Cent (\$0.01) 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 February 7, 1997.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of February 7, 1997.

By: _____

Lawrence Korn, President

Prepared:

Gregory A. McLaughlin, Esq.

Bar No. 0518794

Tripp, Scott, Conklin & Smith

110 S.E. 6th Street

Ft. Lauderdale, Florida 33301

Doc. Ref.: 950266-0016/TSCSPLI-80004-1

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