

JUL-05-2000 12:07

FROM-

T-277 P.001/003 F-718

P000000025019

Florida Department of State
Division of Corporations
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BASIC AMENDMENT

VIT-IMMUNE, INC.

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

6119-01

Amendment
7-5-00
DC

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
VIT-IMMUNE, INC.**

T-277 P-002/003 E-718
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Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the President of VIT-IMMUNE, INC. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida bearing Document #P00000025019 does hereby certify:

First: Pursuant to a Written Consent of the Board of Directors and a majority of the holders of Common stock of the Corporation dated June 30, 2000, the Directors and majority shareholders approved the following amendment to the Corporation's Articles of Incorporation as follows:

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

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be Ten Million (10,000,000) shares of Common stock, par value \$.0001 per share, and one million (1,000,000) shares of Preferred stock, par value \$.0001 per share. Series of the Preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of Preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

All issued and outstanding shares of Common stock of the Corporation held by each holder of record on June 28, 2000, shall be automatically increased at a rate of 2:1. No fractional share or script representing fractional shares will be issued upon the forward stock split. Fractional shares of .5 of Common stock will be rounded up to the next highest share, and fractional interests of less than .5 of Common stock will be reduced down to the next nearest share. Any shareholder whose aggregate stockholding is reduced to a fraction of one (1) share will receive one (1) share of Common stock.

JOEL D. MAYERSOHN, ESQ., FLA. BAR #0093492
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
Phone No.: (954) 763-1200

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JUL-06-2000 12:07 FROM-

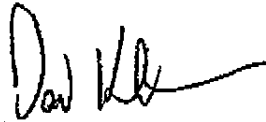
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The foregoing Amendment was adopted by Written Consent of the Board of Directors and a majority of the holders of the Common stock of the Corporation dated June 30, 2000, pursuant to Sections and 607.0821 and 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the Amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, said Corporation has caused this Amendment to be signed in its name by its President this 30th day of June, 2000.

VIT-IMMUNE, INC.

A handwritten signature in black ink, appearing to read "David K...", with a long horizontal flourish extending to the right.

David Kirchenbaum, President

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