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APHRODITE INVESTMENTS, INC.

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ARTICLES OF AMENDMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO

ARTICLES OF INCORPORATION

OF

APHRODITE INVESTMENTS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The name of this corporation shall be changed to **R&D HI-TECH INC.**

SECOND: The Officers of the Corporation shall be:

President:	Richard Viera
Vice-President:	Dixie Viera
Secretary:	Dixie Viera
Treasurer:	Dixie Viera

whose mailing addresses shall be the same as the principal address of the Corporation.

THIRD: The Director(s) of the Corporation shall be:

Richard Viera
Dixie Viera

whose mailing addresses shall be the same as the principal address of the Corporation.



SPIEGEL & UTRERA, P.A.
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FOURTH: The address of the Corporation shall be 7158 East Brentwood Road, Ft. Myers, Florida 33919 and the mailing address shall be the same.

FIFTH: The date of the adoption of this amendment is the 6 February 2008.

SIXTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 6 February 2008.

Richard Viera

Richard Viera, Chairman of the Board of Directors



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