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Jason A. Deitch, P.A.

- Attorney At Law -1250 East Hallandale Beach Boulevard Suite 909 Hallandale Florida 33009

Telephone: (954) 456-8444

Telecopier: (954) 456-7405

February 14, 2001

State of Florida Division of Corporations / Amendment Section Post Office Box 6327 Tallahassee, FL 32314

400003758224--0 -02/23/01--01063--028 *****35.00 *****35.00

RE: OUTLOOK DIAGNOSTICS, INC.

Dear Sir / Madam:

With respect to the above referenced corporation, enclosed please find Articles of Amendment to Articles of Incorporation of OUTLOOK DIAGNOSTICS, INC. and check in the amount of Thirty-five (\$35.00) Dollars for filing the same.

Thank you for your attention to this matter.

Very truly yours

JASON A. DEITCH, ESQUIRE

JAD/kam

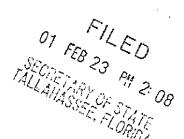
Enclosure

OT FEB 23 PM 2: 08
SECRETARISSEE, FLORIDA
TALLLAMESSEE, FLORIDA

Amend

FEB 2 7 2001

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF OUTLOOK DIAGNOSTICS, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted: Article V -Board of Directors

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The name and street address of the members of the Board of Directors of this corporation who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office, for the first year of the existence of this corporation for the election of the permanent directors, or until there successors have been duly elected and qualified, are:

JOSEPH RODRIGO PRESIDENT 941 Sweetwater Lane #106 Boca Raton, Florida 33431

The number of directors shall not be less that ONE (1).

THIRD: The date of each amendment's adoption: February 1, 2001.

FOURTH: Adoption of Amendment (CHECK ONE)

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.
The amendment was approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment:
"The number of votes cast for the amendment was sufficient for approval by
voting group

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

	The amendment was adopted by the incorporators without shareholder action and
	shareholder action was not requited.
	Signed this 13 day of Shuary , 2001.
Signature_	Ind Att. 10
	(By the Chairman or Vice Chairman of the board of Directors, President or other officer if adopted by the shareholder)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Joseph Rodrigo
	Typed or printed Mame
	Director
	Title

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