

PO1000013511

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)



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(Business Entity Name)

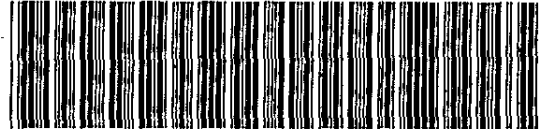
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Amend

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FILED
03 MAY -2 AM 11:29
TALLAHASSEE, FLORIDA

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5/12/03

HONIGMAN

Honigman Miller Schwartz and Cohn LLP
Attorneys and Counselors

Christopher J. Kawa, Legal Assistant

313-465-7210
Fax: 313-465-7211
cxk@honigman.com

Via Federal Express

May 1, 2003

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Lighthouse Advanced Material Group, Inc.

Dear Sir/Madam:

Enclosed for filing on behalf of Lighthouse Advanced Material Group, Inc., a Florida corporation, is one original and one duplicate copy of Articles of Amendment to Articles of Incorporation. In addition, I have enclosed our firm's check in the amount of \$43.75 made payable to the Florida Department of State for the filing and certification fees.

Upon completion of the filing, please return the filed stamped copy and a certified copy of the Amendment to my attention via the enclosed Federal Express airbill and envelope.

If you have any questions, please call me at (313) 465-7210. Thank you for your assistance with this matter.

Very truly yours,

Christopher J. Kawa
Legal Assistant

Enclosures

c: G. Scott Romney, Esq.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

LIGHTHOUSE ADVANCED MATERIAL GROUP, INC.

(present name)

P01060013511

(Document Number of Corporation (If known))

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I – The name and address of the corporation is LIGHTHOUSE ADVANCED MATERIAL GROUP, INC., located at 2968 Ravenswood Road, Suite 105, Fort Lauderdale, FL 33312

Article V - PREEMPTIVE RIGHTS

Every shareholder, upon the issuance of any new shares of stock of the corporation, shall have the right to purchase such shareholder's pro rata share thereof (as determined by such shareholder's outstanding shares, compared to the total aggregate number of outstanding shares (as nearly as may be done without issuance of fractional shares)) at the price at which shares of the stock of the corporation are sold to others. Said right shall be granted on terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the foregoing right. Any shareholder may waive the preemptive right, and a waiver evidenced by writing shall be irrevocable even though not supported by consideration. The preemptive right shall terminate upon any public offering or public trading of the shares of the stock of the corporation. There shall be no preemptive right with respect to the following:

a. Shares issued as options to directors, officers or employees of the corporation, its subsidiaries or affiliates, but not in the aggregate excess of 10% of all outstanding and issued shares of the corporation, and any such options shall have an exercise price at the time of grant equal to not less than ten percent (10%) below the market value of said shares as reasonably estimated by the Board of Directors.

b. Shares issued in connection with a merger, share exchange or a purchase approved by a majority of all outstanding and issued shares.

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ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the registered office of 2968 Ravenswood Road, Suite 105, Fort Lauderdale, FL 33312 and the name of the registered agent of this corporation at that address is Richard C. Wilson.

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:

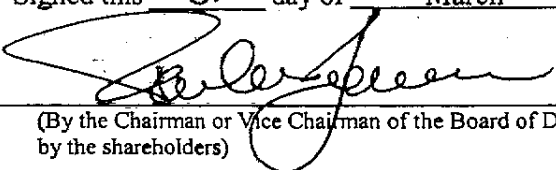
THIRD: The date of each amendment's adoption: March 31, 2003.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were 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(s):*
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
- (voting group)
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 31 day of March, 2003.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Richard C. Wilson
(Typed or printed name)

President
(Title)