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AVISENA, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
FIFTH AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
AVISENA, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Fifth Amended and Restated Articles of Incorporation filed on March 11, 2011:

FIRST: The name of the corporation is Avisena, Inc. (the "Company").

SECOND: That the Fifth Amended and Restated Articles of Incorporation, as amended, are hereby amended by striking out Section B.4.d.(1)(c)(B) of Article V and by substituting in lieu of said Section B.4.d.(1)(c)(B) of Article V, the following new Section B.4.d.(1)(c)(B) of Article V:

"(B) to officers, directors or employees of, or consultants to, the Corporation pursuant to restricted stock issuances, stock grants, stock options or similar employee stock incentives outstanding on the date hereof, or issued or granted after the date hereof, on terms approved by the Board of Directors of the Corporation, up to a maximum of 98,013,147 shares of Common Stock (as adjusted for stock splits, stock combinations and similar events) in the aggregate (including all such shares issued or issuable as of the date hereof);"

THIRD: The foregoing Articles of Amendment to the Fifth Amended and Restated Articles of Incorporation were adopted as of the 19th day of August, 2011, by the members of the Board of Directors of the Company and approved by written consent of the shareholders of the Company as of the 19th day of August, 2011, and the number of votes cast for the amendment by the shareholders of the Company was sufficient for approval.

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EDWARDS WILDMAN


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IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Fifth Amended and Restated Articles of Incorporation on this 19th day of August, 2011, and does hereby certify that the facts stated in these Articles of Amendment to the Fifth Amended and Restated Articles of Incorporation are true and correct.

AVISENA, INC.

By:


Joseph P. Radigan, Jr., CEO