

Filing of Documents

We enclose the following documents for filing with your office:

June 13, 2001

Articles of Amendment & \$35.00

PO1000053606

Please contact us if you have any questions.

To:

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Law Offices

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P.O. Box 14545
St. Petersburg, FL 33733
(727) 321-4420

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

The undersigned officers of the ULTRATHANE SYSTEMS, INC. (hereinafter referred to as the "Corporation"), existing pursuant to the provisions of the the Florida Corporation Act , as amended (hereinafter referred to as the act), desiring to give notice of corporate action effectuating amendment of certain individual articles of its articles of incorporation, certify the following facts:

(A) The Amendments. The exact text of articles I of the articles of incorporation of the Corporation, as amended (hereinafter referred to as the amendments), now is as follows:

The name of the Corporation is PROFESSIONAL POLYURETHANE SYSTEMS, INC.

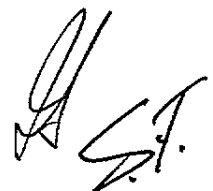
(B) Manner of Adoption and Vote

1. Action by Directors. The board of directors of the Corporation, at a meeting thereof, duly called, constituted and held on June 5, 2001, at which a quorum of such board of directors was present, duly adopted a resolution proposing to the shareholders of the Corporation entitled to vote in respect of the amendments that the provisions and terms of articles I of its articles of incorporation be amended so as to read as set forth in the amendments; and called a meeting of such shareholders, to be held June 5, 2001 to adopt or to reject the amendments.

2. Action by Shareholders. The shareholders of the Corporation entitled to vote in respect of the amendments, at a meeting thereof, duly called, constituted and held on June 5, 2001, at which the holders of all of the shares of the capital stock of the Corporation were present in person or by proxy, adopted the amendments. All shares of the capital stock of the Corporation were entitled to vote in respect of the amendments; and all shares of the capital stock of the Corporation were voted in favor of the adoption of the amendments; and no shares were voted against such adoption.

3. Compliance with Legal Requirements. The manner of the

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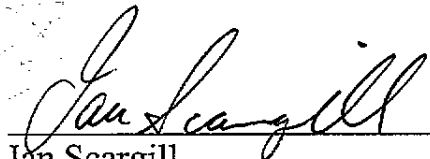
adoption of the amendments, and the vote by which they were adopted, constitute full legal compliance with the provisions of the act, the articles of incorporation, and the bylaws of the Corporation.

In witness whereof, the undersigned officers executed these articles of amendment of the articles of incorporation of the Corporation, and certify to the truth of the facts herein stated, this 5th day of June, 2001.



SAMUEL FERGUSON
President of ULTRATHANE SYSTEMS, INC.

[Corporate Seal]

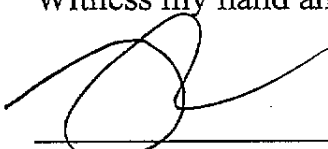


Ian Scargill
Secretary of ULTRATHANE SYSTEMS, INC.

STATE OF FLORIDA),
) ss:
COUNTY OF PINELLAS).

I, the undersigned, a notary public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that SAMUEL FERGUSON, the president, and IAN SCARGILL, the secretary of ULTRATHANE SYSTEMS, INC., the officers executing the foregoing articles of amendment of articles of incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

Witness my hand and notarial seal this 5th day of June, 2001.



Notary Public

