

DEC. 2. 2004 4:32PM

CORPORATION SVC CO

NO. 485

P. 1

PO1000053780

Florida Department of State
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From:

Account Name : CORPORATION SERVICE COMPANY /SA
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BASIC AMENDMENT

SOLAPHARM, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

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G. Goulet DEC 03 2004



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 2, 2004

SOLAPHARM, INC.
1000 S PINE ISLAND RD SUITE 230
PLANTATION, FL 33324US

SUBJECT: SOLAPHARM, INC.
REF: P01000053780

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If shareholder approval was not required, a statement to that effect must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Cheryl Coulliette
Document Specialist

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CORPORATION SVC CO

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NO. 485 P. 3
P. 0: NO118007

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SOLAPHARM, INC.

CLERK OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of section 607.10025, Florida Statutes, this Florida profit corporation adopts the following article of amendment to its articles of incorporation

FIRST: The name of the Corporation is Solapharm, Inc.

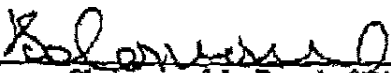
SECOND: The board of directors unanimously adopted a resolution on November 29, 2004 approving the division of the no par common shares of the Corporation. Shareholder approval was not required.

THIRD: This amendment to the Articles of Incorporation does not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and does not result in the percentage of authorized shares that remain unissued after the division or combination exceeding the percentage of authorized shares that were unissued before the division.

FOURTH: All of the shares of the Corporation, which consist only of no par common shares, are subject to the division and each share of no par common stock are to be divided into two shares of no par common stock.

FIFTH: Article SECOND of the Articles of Incorporation is amended to read as follows: "The number of shares that the corporation is authorized to issue is 20,000,000, all of which are without par value and are of the same class and are Common shares".

Signed this 29th day of November 2004.


Lawrence Solomon, Chairman of the Board of Directors