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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**ESCREEN SENSOR SOLUTIONS, INC.**

Certificate of Status	0
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**ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
ESCREEN SENSOR SOLUTIONS, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned, being the President of ESCREEN SENSOR SOLUTIONS, INC., a Florida corporation (the "Corporation"), bearing Document Number P02000128087, does hereby submit these Articles of Amendment for the purpose of amending the Corporation's Amended and Restated Articles of Incorporation as follows:

FIRST: Article I of the Corporation's Amended and Restated Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**"ARTICLE I  
NAME**

The name of this corporation is Counterpoint Group, Inc."

SECOND: Article V of the Corporation's Amended and Restated Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**"ARTICLE V  
CAPITAL STOCK**

A. The maximum number of shares that the Corporation shall be authorized to issue and have outstanding at any one time shall be Fifty Million (50,000,000) shares, of which:

(i) Forty Million (40,000,000) shares shall be designated Common Stock, \$0.0001 par value. Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders;

(ii) Ten Million (10,000,000) shares shall be designated Preferred Stock. The Board of Directors of the Corporation, by resolution or resolutions, at any time and from time to time, shall be authorized to divide and establish any or all of the unissued shares of Preferred Stock into one or more series and, without limiting the generality of the foregoing, to fix and determine the designation of each such share, the number of shares which shall constitute such

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series and certain preferences, limitations and relative rights of the shares of each series so established.

B. On the date of filing of this Certificate of Amendment with the Secretary of State of the State of Florida, every five (5) issued and outstanding shares of the Corporation's previously authorized Common Stock, par value \$.00001 per share (the "Old Common Stock") shall be reclassified and converted into one (1) validly issued, fully paid and nonassessable share of Common Stock, par value \$.00001 (the "New Common Stock"). Each certificate representing shares of Old Common Stock shall thereafter represent the number of shares of New Common Stock into which the shares of Old Common Stock represented by such certificate were reclassified and converted hereby; provided, however, that each person of record on December 14, 2007, holding a stock certificate or certificates that represented shares of Old Common Stock shall receive, upon surrender of stock certificate or certificates, a new certificate or certificates evidencing and representing the number of shares of New Common Stock to which such person is entitled. No cash will be paid or distributed as a result of aforementioned reverse stock split of the Corporation's Common Stock, and no fractional shares will be issued. All fractional shares which would otherwise be required to be issued as a result of the stock split will be rounded up to the nearest whole share."

THIRD: The foregoing amendments were adopted by unanimous written consent by the Board of Directors on December 12, 2007, pursuant to Section 607.0821 of the Florida Business Corporation Act and by the number of shareholders holding a majority of the outstanding voting power of the Corporation by a written consent dated December 12, 2007, pursuant to Section 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Amended and Restated Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment to the Amended and Restated Articles of Incorporation on this December 12, 2007.

  
Jan H. Kaplan, President