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T-LITE CORPORATION

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Amend / CC (10-19-06)

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Amendment No. 1 to Articles of Incorporation of
T-Lite Corporation

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1. The name of the corporation is "T-Lite Corporation."
2. Article IV of the Articles of Incorporation of T-Lite Corporation is amended to provide, in its entirety, as follows:

ARTICLE IV -- CAPITAL STOCK

The corporation is authorized to issue 40 million shares of Common Stock, par value \$0.001, and 10 million shares of Preferred Stock, par value \$0.001. The board of directors shall have the right, without shareholder approval, to determine, in whole or part, the preferences, limitations, and relative rights of any series of the Preferred Stock before the issuance of any shares of that series and to give each series a distinguishing designation.

There is designated a "Series A, 2% Non-Cumulative, Convertible, Redeemable Preferred Stock" that shall consist of one million shares of Preferred Stock. Each share is entitled to a cash dividend equal to two percent of its issuance price, which dividend is non-cumulative. Each share is redeemable by the corporation at any time upon 30 days' written notice and is convertible at the holder's option to one share of Common Stock before redeemed.

3. The date the amendment was adopted by the shareholders of the corporation was October 3, 2006.
4. The number of votes cast in favor of adopting the amendment was sufficient for approval.


Sara Carlozzi, Chief Operating Officer

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