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BASIC AMENDMENT

DERMPATH PLUS, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DERMPATH PLUS, INC.

Pursuant to Section 607.1006 of the Florida Statutes, DERMPATH PLUS, INC. a corporation organized and existing under and by virtue of the laws of the State of Florida ("Corporation"), does hereby certify:

Name. The name of the Corporation is DERMPATH PLUS, INC.

Amendments Adopted. The amendment adopted provides for the Corporation to acknowledge and accept the resignation of Russell H.K. Wong as a member of the Board of Directors as of November 1, 2004.

Text of Amendments. Article VII is hereby amended by deleting such Article VII and substituting the following new Article VII which reads as follows:

"ARTICLE VII
BOARD OF DIRECTORS

The Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time-to-time by vote of the Shareholders as set out in the By-Laws. The name and address of the sole member of the Board of Directors is:

VALERIE A. YANTSOS RAY
5946 Frond Way
Apollo Beach, Florida 33572"

Adoption of Amendments. The foregoing amendment was approved by unanimous written consent of the Board of Directors and Shareholders of the Corporation pursuant to Sections 607.0704 and 607.0821, Florida Statutes, on November 11, 2005.

Effective Date. The effective date of the amendments herein certified shall be the date of filing these Articles of Amendment to Articles of Incorporation with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment to Articles of Incorporation as of the 11th day of November, 2005.

DERMPATH PLUS, INC.

By: Valerie A. Yantos Ray
Valerie A. Yantos Ray
President

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