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INNOVATIVE PUMP SOLUTIONS, INC.

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ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
INNOVATIVE PUMP SOLUTIONS, INC.

WITNESSETH:

WHEREAS, INNOVATIVE PUMP SOLUTIONS, INC. ("Corporation") is a Florida corporation, validly formed by filing its Articles of Incorporation on October 28, 2004; and

WHEREAS, the Corporation desires to amend its Articles of Incorporation, as permitted by Article XIII, page 5 of its Articles of Incorporation, to change the Corporation's structure of the capital stock of the Corporation.

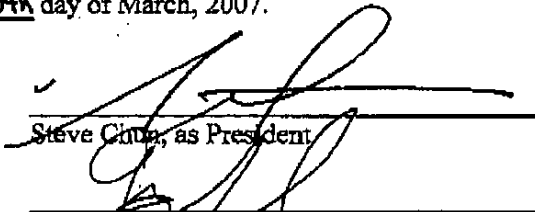
NOW THEREFORE, the Corporation's Articles of Incorporation are amended as follows:


1. Article III is deleted, and inserted in its place shall be:

"The capital stock of the corporation shall be divided into 100,000 shares of common stock with par value of \$1.00 per share, and each share shall entitle the holder thereof to vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, with property, or in labor or services at a valuation to be fixed by the incorporator or by the Board of Directors at a meeting called for such purpose. All stock when issued shall be fully paid for and shall be nonassessable."

2. This Amendment to the Articles of Incorporation was adopted by the Corporation's Board of Directors and approved by the unanimous consent of the shareholders of the corporation at a Joint Meeting of the Shareholders and Directors and held on the 15th day of March, 2007.

IN WITNESS WHEREOF, the undersigned President and Secretary of the Corporation have executed these Articles of Amendment this 15th day of March, 2007.

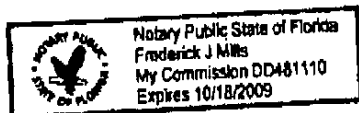

Steve Chua, as President

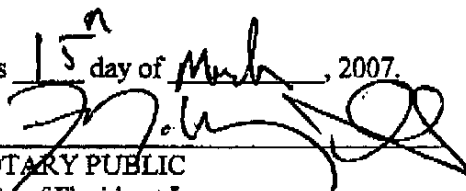

Greg Nelson, as Secretary

(SEAL)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

SWORN TO AND SUBSCRIBED before me this 15th day of March, 2007.




NOTARY PUBLIC
State of Florida at Large
Frederick J. Mills

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