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DISC MOTION TECHNOLOGIES, INC.

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Amend

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AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DISC MOTION TECHNOLOGIES, INC.

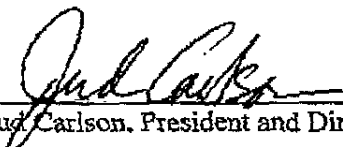
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It is hereby certified that:

1. The present name of the corporation (hereinafter called the "Corporation") is Disc Motion Technologies, Inc.
2. The Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on April 22, 2005, under Document Number P05000059670. Articles of Amendment to the Articles of Incorporation were filed with the Secretary of State of the State of Florida on April 14, 2006.
3. The Board of Directors of the Corporation has duly adopted the below Amendment to the Corporation's Articles of Incorporation on April 18, 2006.
4. On April 18, 2006, the shareholders of the Corporation, acting through the written consent of the holders of a majority in interest of the voting capital stock of the Corporation, approved the below Amendment to the Corporation's Articles of Incorporation which represents a number of votes cast in favor which is sufficient for approval of this Amendment.
5. ARTICLE IV - CAPITAL STOCK of the Corporation's Articles of Incorporation is hereby amended by authorizing the Corporation to issue TWENTY-FIVE MILLION (25,000,000) shares of voting common stock having a par value of \$.01 per share.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to its Articles of Incorporation to be duly adopted by its Board of Directors and a majority in interest of its shareholders on April 18, 2006 pursuant to Section 607.0602 of the Florida Business Corporation Act, and to be executed in its corporate name this 18th day of April 2006.

DISC MOTION TECHNOLOGIES, INC.

By: 
Jud Carlson, President and Director

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