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

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, DISC MOTION TECHNOLOGIES, INC. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is Disc Motion Technologies, Inc.
2. That Article IV of the Articles of Incorporation is hereby deleted and replace with the following:

"ARTICLE IV. CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 120,000,000 shares consisting of 100,000,000 shares of common stock, par value \$0.01 per share, and 20,000,000 shares of preferred stock, par value \$0.01 per share. The shares of preferred stock may be created and issued from time to time, in such series and with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given."

3. The following Amendment to the Articles of Incorporation was adopted by the written consent of the board of directors and majority shareholders of the Corporation being the holders of that number of shares of Common Stock of the Corporation entitled to vote thereon and having no less than the minimum number of votes necessary to authorize or take such action, pursuant to written consent of such directors and shareholders as of the 8th day of August 2008, in a manner prescribed by the Florida Business Corporation Act, Sections 607.0704, 607.0821 and 607.1003, Florida Statutes, to be effective upon a filing with the Secretary of State. The number of voting capital stock consenting to the Amendments was sufficient for approval of the Amendments.

Dated this 8th day of August 2008.

DISC MOTION TECHNOLOGIES, INC.

By: 
Andrew Greenberg, President

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