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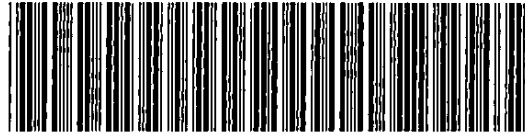
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*Amend*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Roberts FEB 12 2008

*Richard P. Greene Business & Legal Support, Inc.*

COASTAL TOWERS  
2400 EAST COMMERCIAL BOULEVARD  
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February 5, 2008

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Waterpure International, Inc. (the "Company")

Dear Sir or Madam:

In connection with the above referenced Company, this correspondence is to request that you file the enclosed Articles of Amendment to the Articles of Incorporation. In that regard, I am enclosing an original and one copy of said Amendment along with a check for \$35.00 made payable to the Secretary of State for the filing fee. Please send a copy of the filed Articles of Amendment to me.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,



Richard P. Greene  
President

Enclosures

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
WATERPURE INTERNATIONAL, INC.  
Document Number: P05000103025**

FILED  
08 FEB -8 PM 12:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**Article IV**

The number of shares the corporation is authorized to issue is 100,000,000 shares of common stock, par value \$.0001

The date of each amendment's adoption: January 30, 2008

Adoption of Amendment(s):

- ☐ The amendments were approved by the shareholders. The number of votes cast for amendments were sufficient for approval.
- ☐ The amendments were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*  
  
"The number of votes cast for amendments were sufficient for approval by \_\_\_\_\_ (voting group)."
- ☒ The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 30 day of January 2008.

By: \_\_\_\_\_

Paul Lipschutz, Director