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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF NEXT SPHERE TECHNOLOGIES, INC.

The undersigned, as President of NEXT SPHERE TECHNOLOGIES, INC., does hereby certify that the amendments provided for herein were adopted by the stockholders and the board of directors on the 16th day of secrement 2011. A SER 16 PM 2:3)

- Name of Corporation: NEXT SPHERE TECHNOLOGIES, INC. 1.
- Document Number: The document number of the Corporation is P06000096058. 2.
- 3. Amendment Adopted:

Article III is hereby amended to read as follows:

## "ARTICLE III - Capital Stock

This corporation is authorized to increase the number of shares authorized from 10,000,000 shares of common stock to 20,000,000 shares of common stock. The par value of each share of stock shall be One Cent (\$0.01)."

- Stockholder Approval: The stockholders entitled to vote on this Amendment approved such Amendment.
- Other Provisions: All other articles and provisions of the Articles of Incorporation as filed on July 20, 2006 shall remain the same.

The undersigned has executed these Articles of Amendment on the  $\sqrt{600}$  day of SEPTEMBER , 2011.

NEXT SPHERE TECHNOLOGIES. INC.

Prepared By: Michael T. Cronin, Esquire Johnson, Pope, Bokor, Ruppel & Burns, LLP 911 Chestnut Street Clearwater, Florida 33756 Bar No. 0469841 (727) 461-1818