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**UNIVERSITY LAB TECHNOLOGIES, INC.**

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*Amended And  
Restated Art*

FAX AUDIT # H07000129351 FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
UNIVERSITY LAB TECHNOLOGIES, INC.

University Lab Technologies, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation") hereby certifies as follows:

1. The Corporation's Articles of Incorporation were filed with the Secretary of State of the State of Florida on December 7, 2006.
2. Pursuant to Section 607.1007 of the Florida General Corporation Act, these Amended and Restated Articles of Incorporation were duly adopted by the Board of Directors, and shareholders owning a majority of the Corporations's issued and outstanding voting securities, on May 9, 2007, and amends and restates the provisions of the Articles of Incorporation of this Corporation.
3. The text of the Amended and Restated Articles of Incorporation is as follows:

ARTICLE I  
CORPORATE NAME AND PURPOSE

The name of the corporation is: University Lab Technologies, Inc. The purpose for which the corporation is organized is any and all lawful business.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 950 Peninsula Corporate Circle, Suite 3022, Boca Raton, Florida 33487.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 130,000,000 shares of capital stock consisting of 120,000,000 shares of common stock, par value \$.0001 per share and 10,000,000 shares of blank check preferred stock, par value \$.0001 per share.

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In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term is defined in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination.

The blank check preferred stock may be created and issued from time to time in one or more 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 may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

**ARTICLE IV**  
**REGISTERED AGENT AND REGISTERED OFFICE**

The name and post office address of the Corporation's registered agent is:

Jay Valinsky, Esq.  
Kain & Valinsky P.A.  
750 Southeast Third Avenue, Suite 100  
Fort Lauderdale, Florida 3316

**ARTICLE V**  
**INDEMNIFICATION**

This Corporation shall indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

The foregoing was adopted by the written consent of all of the directors of the Corporation as of May 9, 2007 and by shareholders of the Corporation owning a majority of the issued and outstanding voting securities of the Corporation as of May 9, 2007 pursuant to Sections 607.0821, 607.0704, 607.1003 and 607.1007 Florida Statutes. The number of votes cast for the amendments by the shareholders was sufficient for approval.

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Dated: May 9, 2007

  
Dr. Jarret Morrow, President

The UNDERSIGNED, named as the registered agent in Article IV of these Amended and Restated Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:

  
Jay Valinsky

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