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SCIENTIFIC INNOVATIONS, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SCIENTIFIC INNOVATIONS, INC.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation*, **SCIENTIFIC INNOVATIONS, INC.**, adopts the following amendment to its Articles of Incorporation:

FIRST: *Amendment adopted:*

Article III is hereby amended in full to read as follows:

The maximum aggregate number of shares that the Corporation shall have authority to issue and to have outstanding at any one time is 14,000,000 shares of Common Stock, par value \$0.01 per share.

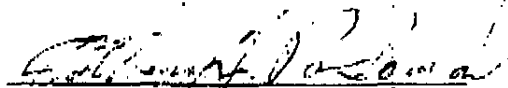
SECOND: *The date of the amendment's adoption:*

November 26, 2008.

THIRD: *Adoption of amendment:*

The amendment was approved by the sole shareholder in an action by written consent without a meeting. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Signed this 26th day of November, 2008.


Anthony F. Podorski, President