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Email Address: RONN@CONNECTYX.COM

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CONNECTYX TECHNOLOGIES HOLDINGS GROUP, INC.**

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**FIRST ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**CONNECTYX TECHNOLOGIES HOLDINGS GROUP, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, CONNECTYX TECHNOLOGIES HOLDINGS GROUP, INC., a Florida corporation (the "Corporation") (Florida Registration #P07000118707), adopts the following amendments (this "Amendment") to its Amended and Restated Articles of Incorporation (the "Articles"):

1. The Articles of the Corporation are hereby amended by deleting Paragraph C(1) of Article IV in its entirety and replacing it with the following new paragraph:

"(1) **Designation.** The designation of the series of preferred stock created hereby shall be "Series A Preferred Stock" (the "Series A Preferred Stock") and the number of shares constituting the Series A Preferred Stock shall be Thirty Four Million One Hundred Nine Thousand Seven Hundred Fifty shares (34,109,750), with a par value \$1.001 per share ("Par Value"). Such number of shares may from time to time be increased or decreased (but not above the number of shares of Preferred Stock authorized hereunder and not below the number of shares of Series A Preferred Stock then outstanding) by the Board of Directors (or a duly authorized committee of the Board of Directors) by a certificate executed, acknowledged and filed with the Secretary of State of the State of Florida setting forth a statement that a specified increase or decrease therein has been authorized and directed by a resolution duly adopted by the Board of Directors (or a duly authorized committee of the Board of Directors). In case the number of authorized shares of the Series A Preferred Stock shall be so decreased, the number of shares so specified in the certificate shall resume the status of authorized but unissued shares of preferred stock, undesignated as to series. Shares of Series A Preferred Stock that are redeemed, purchased or otherwise acquired by the Corporation shall be cancelled and shall revert to authorized but unissued shares of preferred stock, undesignated as to series."

2. Except as hereby amended, the Articles of the Corporation shall remain unchanged.

3. This Amendment was adopted by the Series A Preferred Shareholders. The number of votes cast for this Amendment by the Series A Preferred Shareholders was sufficient for approval.

Dated: October 30, 2009.

  
Name: Ronn Schuman

Title: President

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