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**FIRST ARTICLES OF AMENDMENT
TO THE
SECOND 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 Second Amended and Restated Articles of Incorporation (the "Articles"):

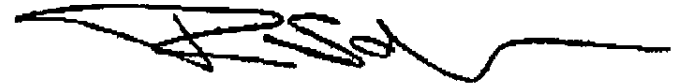
1. The Articles of the Corporation are hereby amended by deleting Paragraph 4.1 of Article IV in its entirety and replacing it with the following new paragraph:

"4.1 General. The Corporation shall have the authority to issue up to 1,100,000,000 shares of \$.001 par value Common Stock (the "Common Stock") and 200,000,000 shares of \$.001 par value Preferred Stock (the "Preferred Stock") of which Thirty Four Million One Hundred Nine Thousand Seven Hundred Fifty shares (34,109,750) shares of the Preferred Stock shall be designated as Series A Preferred Stock with the powers, preferences and rights, and qualifications, limitations or restrictions as set forth below in Article V, and Five Million shares (5,000,000) shall be designated as Series B Preferred Stock with the powers, preferences and rights, and qualifications, limitations or restrictions as set forth below in Article VI."

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

3. This Amendment was adopted on April 8, 2010 by both the Common Shareholders and Preferred Shareholders. The number of votes cast for this Amendment by the Common Shareholders and Preferred Shareholders was sufficient for approval.

Dated: April 9, 2010.



Name: Ronn Schuman

Title: President