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Mar 04 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
 Secretary of State
 DIVISION OF CORPORATIONS

DOCUMENT # **P31826 (1)** *N/C 2/16/98*

1. Corporation Name
~~T/F PURIFIER, INC.~~
Name changed to → See attached
Puradyn Filter Technologies Incorporated



Principal Place of Business Mailing Address

**3020 HIGH RIDGE RD
 STE 100
 BOYNTON BCH FL 33426
 US**

**3020 HIGH RIDGE RD
 STE 100
 BOYNTON BCH FL 33426
 US**

DO NOT WRITE IN THIS SPACE

21	2. Principal Place of Business	2a	Mailing Address
22	Suite, Apt. #, etc.	27	Suite, Apt. #, etc.
23	City & State	28	City & State
24	Country	29	Country
25	Country	30	Country

3. Date Incorporated or Qualified
11/19/1990

4. FEI Number
14-1708544

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

g. Name and Address of Current Registered Agent

**FORD, RICHARD
 41 GRAND BAY CIRCLE
 JUNO BEACH FL 33408**

10. Name and Address of New Registered Agent

B1 Name
 B2 Street Address (P.O. Box Number is Not Acceptable)
4720 S. Ocean Blvd.
 B3
 B4 City **Highland Beach** FL 85 Zip Code **33487**

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS

TITLE	PSD	<input type="checkbox"/> DELETE
NAME	FORD, RICHARD	
STREET ADDRESS	41 GRAND BAY CIRCLE	
CITY-ST-ZIP	JUNO BEACH FL	
TITLE	VP	<input checked="" type="checkbox"/> DELETE
NAME	FORD, RICK	
STREET ADDRESS	3020 HIGH RIDGE ROAD, STE 100	
CITY-ST-ZIP	BOYNTON BEACH FL	
TITLE	D	<input checked="" type="checkbox"/> DELETE
NAME	LEFEBVRE, BYRON	
STREET ADDRESS	3020 HIGH RIDGE ROAD, STE. 100	
CITY-ST-ZIP	BOYNTON BEACH FL	
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		
TITLE		<input type="checkbox"/> DELETE
NAME		
STREET ADDRESS		
CITY-ST-ZIP		

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE	D	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Richard C. Ford	
1.3 STREET ADDRESS	4720 S. Ocean Blvd,	
1.4 CITY-ST-ZIP	Highland Beach, Florida 33487	
2.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	300002446563	
3.3 STREET ADDRESS	-03/04/98--01023--020	
3.4 CITY-ST-ZIP	***150.00	
4.1 TITLE	PTSD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
4.2 NAME	Keith T.J. Hart	
4.3 STREET ADDRESS	5254 N.W. 79th Way	
4.4 CITY-ST-ZIP	Parkland, FL 33067	
5.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
5.2 NAME	Robert Soros	
5.3 STREET ADDRESS	888 Seventh Avenue	
5.4 CITY-ST-ZIP	New York, New York 10106	
6.1 TITLE	D	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
6.2 NAME	Bradley Hittle	
6.3 STREET ADDRESS	37 Bedford Road	
6.4 CITY-ST-ZIP	Greenwich, Ct. 06831	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or in an attachment with an address.

SIGNATURE _____

CR2E034 (10/97)

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**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
T/F PURIFINER, INC.**

T/F Purifiner, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation have adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation:

RESOLVED, that the Certificate of Incorporation of T/F Purifiner, Inc. be amended by changing Article I thereof, so that, as amended, said Article I shall be and read as follows:

**"ARTICLE I
NAME**

The name of the Corporation is "Puradyn Filter Technologies Incorporated"

SECOND: That in lieu of a meeting and vote of stockholders, the holders of outstanding shares of Common Stock having not less than the minimum number of votes which would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted have given their written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendments were duly adopted in accordance with the applicable provisions of Section 242 and Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by Keith T.J. Hart, its President, this 3rd day of February, 1998.

T/F PURIFINER, INC.

By: 

Keith T.J. Hart, President

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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "T/F PURIFINER, INC.", CHANGING ITS NAME FROM "T/F PURIFINER, INC." TO "PURADYN FILTER TECHNOLOGIES INCORPORATED", FILED IN THIS OFFICE ON THE FOURTH DAY OF FEBRUARY, A.D. 1998, AT 11 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State