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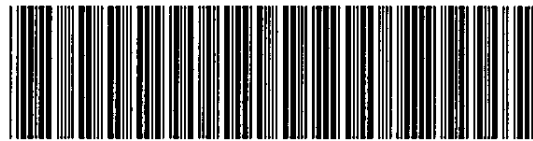
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*Amend*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CLERKS DEC 15 2006

LAW OFFICES OF  
**FERGESON, SKIPPER, SHAW, KEYSER, BARON & TIRABASSI, P.A.**  
*Established in 1976*

DOUGLAS R. BALD (5)  
DAVID J. BARON (7)  
JAMES O. FERGESON, JR. (2)  
RICHARD R. GANS (4)  
STEPHEN B. KEYSER (3)  
DAVID S. MAGLICH (1) (6)  
MATTHEW B. MAYPER (2)  
J. RONALD SKIPPER (4)  
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December 13, 2006

LONGBOAT KEY OFFICE:  
544 BAY ISLES ROAD  
LONGBOAT KEY, FLORIDA 34228

(1) BOARD CERTIFIED CIVIL TRIAL LAWYER  
(2) BOARD CERTIFIED TAX LAWYER  
(3) BOARD CERTIFIED REAL ESTATE LAWYER  
(4) BOARD CERTIFIED WILLS, TRUSTS  
AND ESTATES LAWYER  
(5) BOARD CERTIFIED APPELLATE LAWYER  
(6) BOARD CERTIFIED BUSINESS  
LITIGATION LAWYER  
(7) FLORIDA SUPREME COURT  
CERTIFIED CIRCUIT MEDIATOR

**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: World Precision Instruments, Inc.  
File No. 9783/18024

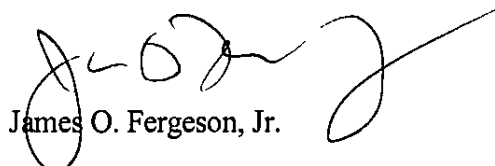
Gentlemen:

Enclosed for filing are Articles of Amendment for World Precision Instruments, Inc. Also enclosed is our check in the amount of \$35.00 representing the filing fee.

Please return the Articles to us in the enclosed Federal Express envelope.

If you have any questions, please do not hesitate to give me a call.

Very truly yours,

  
James O. Fergusson, Jr.

JOF:csh  
Encls.  
369349

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION  
OF  
WORLD PRECISION INSTRUMENTS, INC.**

WORLD PRECISION INSTRUMENTS, INC., a Florida corporation, hereby files the following Articles of Amendment pursuant to F.S. 607.1006, to amend its Articles of Incorporation as follows:

1. Paragraph 4 of the Articles of Incorporation of WORLD PRECISION INSTRUMENTS, INC., a Florida corporation, is hereby amended in its entirety to read as follows:

"4. The total number of shares of stock which the Corporation shall have authority to issue is 100,000 common shares with a par value of \$0.01 per share, of which 1,000 shares shall be Class A voting shares and 99,000 shares shall be Class B non-voting shares. Said Class A voting shares and Class B non-voting shares shall be identical in all respects, except that the Class B non-voting shares shall have no vote on any matter whatsoever.

2. Upon the filing of these Articles of Amendment with the Department of State of Florida, the 100,000 currently issued and outstanding shares of \$0.01 par value common stock of the Corporation shall be exchanged for and converted into One Thousand (1,000) Class A voting shares and Nine Thousand (9,000) Class B non-voting shares, both with a par value of \$0.01 per share.

3. The foregoing amendment was adopted by the unanimous written consent of the shareholders of this Corporation on the 6<sup>th</sup> day of December, 2006.

IN WITNESS WHEREOF, this instrument has been executed and delivered this 6<sup>th</sup> day of December, 2006.

WORLD PRECISION INSTRUMENTS, INC.

By: Harry Fein  
Harry Fein, President