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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: JOHNNY G. ROBERTS

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: SCOTTSDALE SCIENTIFIC, INC.

AUDIT NUMBER.....H98000001003

DOC TYPE.....BASIC AMENDMENT

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PAGES..... 2

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Amendment
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De

1/15/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4800

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~JOHNNY C. RODRIGUEZ~~ *Sm*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: SCOTTSDALE SCIENTIFIC, INC.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 19, 1998

SCOTTSDALE SCIENTIFIC, INC.
300 PARK AVE, 17TH FL
NEW YORK, NY 10022SUBJECT: SCOTTSDALE SCIENTIFIC, INC.
REF: P97000031623

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate SpecialistFAX Aud. #: E98060001003
Letter Number: 798AG0014772

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H98000001003

ARTICLES OF AMENDMENT**Article I. Name**

The name of this Florida corporation is: Scottsdale Scientific, Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Article V. is deleted in its entirety and replaced with the following:

The Corporation shall have the authority to issue 100,000,000 shares of common stock, par value \$.001 per share, and 1,000,000 shares of preferred stock par value \$.25 per share.

Article III. Date Amendment Adopted

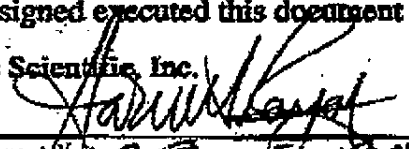
The amendment set forth in these Articles of Amendment was adopted on January 15, 1998.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Scottsdale Scientific, Inc.

By: 

Print Name: DANIEL S. KATAT

Print Title: DIRECTOR (Vice Chairman)

Date: JAN 15, 1998

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SECRETARY OF STATE

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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