

P.97000060524

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 JUL 18 PM 3:05

JOEL MARTIN MCTAGUE, JD, MBA, RFC  
JMCTAGUE@RTLTP.COM  
ADMITTED IN FLORIDA AND DC

July 15, 2002

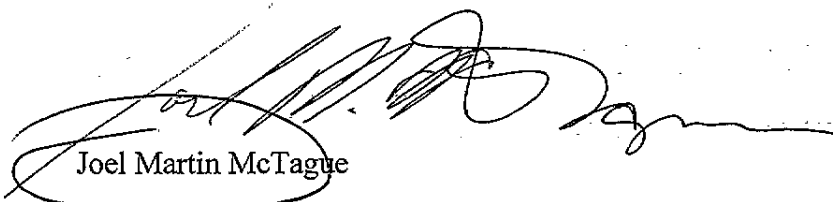
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Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

To whom it may concern:

Enclosed please find one original of Aero Pharmaceuticals, Inc.'s Articles of Amendment. If you have any questions, please do not hesitate to contact me at the above address.

Sincerely,

  
Joel Martin McTague

↓  
gave authorization to  
Correct Corp. name. 7/25  
(B)

Amend

V SHEPARD JUL 25 2002

ARTICLES OF AMENDMENT  
OF

AERO PHARMACEUTICALS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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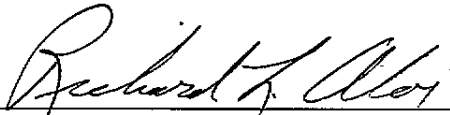
1. The name of the Corporation is AERO PHARMACEUTICALS, INC., (the "Corporation").

2. Article III of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 25,000,000 shares of common stock having no par value per share.

3. The foregoing amendment(s) (was) (were) unanimously adopted by all of the sole Directors and a majority of the Stockholders of the Corporation eligible to vote by a Written Consent signed by them on July 9, 2002, manifesting his/her/their intention that (this) (these) amendment(s) to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes. The number of votes cast for the amendment was sufficient for approval by the Stockholders.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 9<sup>th</sup> day of July, 2002.

  
Richard L. Aloj, President