



THE UNITED STATES
CORPORATION
COMPANY

P97000067074

ACCOUNT NO. : 072100000032

REFERENCE : 731215 96749A

AUTHORIZATION : Patricia Pzyto

COST LIMIT : \$ 35.00

ORDER DATE : June 14, 2000

ORDER TIME : 1:46 PM

ORDER NO. : 731215-005

CUSTOMER NO: 96749A

CUSTOMER: Rebecca J. Del Medico, Esq
Rebecca J. Del Medico, Esq
6281 Floridian Circle

Lake Worth, FL 33463

Amended

RECEIVED
JUN 14 2000
TALLAHASSEE, FLORIDA

600003289856--5

DOMESTIC AMENDMENT FILING

NAME: STERILE-PRO, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED
JUN 14 PM 3:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

100R
6/15/00

**AMENDED ARTICLES OF INCORPORATION
OF
STERILE-PRO, INC.**

FILED
00 JUN 14 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Sterile-Pro, Inc.

The undersigned do hereby certify that the following Amendment to the Articles of Incorporation was unanimously approved by the holders of all of the outstanding shares of common stock of Sterile-Pro, Inc. (the "Company") on the 8th day of June 2000.

Article III-Capital Stock

This corporation is authorized to issue 100,000,000 shares of, \$.0001 par value, common stock and 100,000,000 shares of, \$.0001 Par value, Preferred Stock, the preferences of which, shall be established by the corporation's Board of Directors.

Article VII - Preemptive Rights

The Shareholders of the corporation shall have no preemptive rights.

Article IX Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

Article X Indemnification

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

Article XI Amendment

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

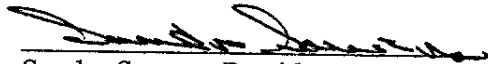
Article XII Affiliated Transactions

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes, regarding affiliated transactions.

Article XIII Control-Share Acquisitions

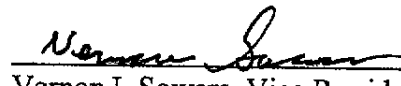
This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes, regarding control-share acquisitions.

IN WITNESS WHEREOF, the undersigned officers and Directors of Sterile-Pro, Inc. have executed this Amendment to the Articles of Incorporation this 8th day of June 2000.


Sandra Sowers, President, Director and
Shareholder

ATTESTED:


David Sowers, Senior Vice President, Director
and Shareholder


Vernon L. Sowers, Vice President, Director and
Shareholder