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ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
ECLIPS ENERGY TECHNOLOGIES, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being the Chief Executive Officer, the Secretary and members of the Board of Directors of ECLIPS Energy Technologies, Inc., a Florida corporation, hereby certify that the following Amendments to the Corporation's Articles of Incorporation have been adopted by the Board of Directors of the Corporation via written consent to action without a meeting and by written consent to action without a meeting by a shareholder possessing a majority of votes for all issued and outstanding shares of the Corporation with the number of votes cast for the amendment being sufficient for approval on the date set forth below.

ARTICLE VII

By-Laws

The power to adopt, alter, amend or repeal by-laws of the corporation shall be vested in the shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

ARTICLE VIII

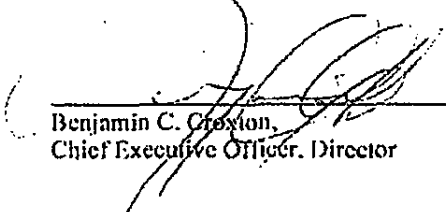
Indemnification

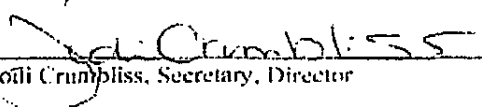
If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in § 607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by § 607.0850, as then in effect, or by any successor law thereto.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

Date: March 16, 2009

ECLIPS ENERGY TECHNOLOGIES, INC.

  
Benjamin C. Croston,  
Chief Executive Officer, Director

  
Jodi Crumbliss, Secretary, Director

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