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**ARTICLES OF CORRECTION**

In accordance with Section 607.0124, Florida Statutes, Ecosphere Technologies, Inc., formerly known as UltraStrip Systems, Inc., corrects the Amendment to the Articles of Incorporation ("Articles of Amendment") of UltraStrip Systems, Inc. filed with the Department of State on August 11, 2006 in order to correct a scrivener's error relating to the dates. The Articles of Amendment were dated August 9, 2006 and asserted that the amendment was approved by the shareholders on August 9, 2006, when in fact the Articles of Amendment were executed on August 10, 2006 and the Amendment was approved by the shareholders on August 10, 2006.

1. The original Articles of Incorporation of the Corporation were filed on April 2, 1998. The Corporation's document number is P98000030606.

2. Pursuant to Sections 607.1003, Florida Statutes, the Articles of Amendment were adopted by the Board of Directors and the number of votes cast for such amendment by the shareholders of the Corporation was sufficient for approval.

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

a. Article I shall be deleted and the following inserted in lieu thereof:

**ARTICLE I. Name**

The name of the Corporation shall be Ecosphere Technologies, Inc.

b. Article III shall be deleted and the following inserted in lieu thereof:

**ARTICLE III. Capital Stock**

The total number of shares of common stock which the Corporation shall have authority to issue is 150,000,000 shares of common stock, \$0.01 par value per share.

4. This Amendment was approved on August 10, 2006 by a majority of outstanding shares of voting stock as of the record date for such meeting.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Correction to the Amendment to the Articles of Incorporation of UltraStrip Systems, Inc. as of the 18<sup>th</sup> day of August, 2006.

ECOSPHERE TECHNOLOGIES, INC.

By 

James C. Rushing III, Chief Financial Officer