

P98000047602

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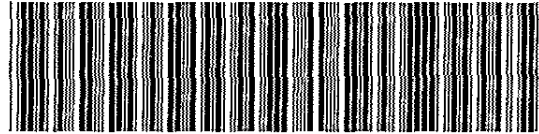
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2007 SEP 11 AM 11:16

Ps 9/17/07
Amend

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TECH LABS, INC

DOCUMENT NUMBER: P 98000047602

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jayne Dorrough
(Name of Contact Person)

Yucatan Holdings Co
(Firm/ Company)

1836 NE REVER CT
(Address)

JENKIN BGNH FL 34957
(City/ State and Zip Code)

For further information concerning this matter, please call:

Jayne Dorrough at 772 334 3011
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
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☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

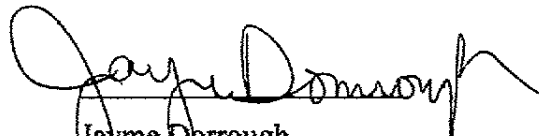
Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ACTION BY WRITTEN CONSENT OF SOLE DIRECTOR
OF
TECHLABS, INC.

In accordance with Sections 607.0821 and 607.10025 of the Florida Business Corporation Act and the Bylaws of TECHLABS, INC., a Florida corporation, the undersigned, the sole director of TECHLABS, INC., a Florida corporation, does hereby adopt the annexed Articles of Amendment to the Articles of Incorporation by written consent without a meeting:

IN WITNESS WHEREOF, the undersigned director has executed this Consent as of the date indicated below.


Jayme Dorrough

September 5, 2007

2007 SEP 11 AM 11:16

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TECHLABS, INC.

Document no. P98000047602

* * *

Techlabs, Inc. hereby adopts the following amendment to its Articles of Incorporation. This Amendment was approved by the Board of Directors on September 5, 2007 without shareholder action and shareholder action was not required in accordance with F. S. 607.10025.

1. The name of the corporation is: TECHLABS, INC.

2. Amendment adopted:

Reverse stock split and reduction of authorized shares of Common Stock. Upon filing of these Articles of Amendment to the Articles of Incorporation of the Corporation the "Effective Time", a one-for-250 reverse stock split of the Corporation's common stock shall become effective, pursuant to which each 250 shares of Common Stock of the Corporation issued and outstanding immediately prior to the Effective Time shall automatically, without further action on the part of the Corporation or any holder of such Common Stock, be combined into one 1 share of the Corporation's Common Stock. Notwithstanding the immediately preceding sentence, no fractional shares shall be issued and, in lieu thereof, upon surrender after the Effective Time of a certificate which formerly represented shares of Common Stock that were issued and outstanding immediately prior to the Effective Time, any person who would otherwise be entitled to a fractional share of Common Stock as a result of the reverse stock split, following the Effective Time, shall be entitled to receive the next whole share. The reverse stock split will be accomplished as follows:

i. Each stock certificate that, immediately prior to the Effective Time, represented shares of Common Stock that were issued and outstanding immediately prior to the Effective Time shall, from and after the Effective Time, automatically and without the necessity of presenting the same for exchange, represent that number of whole shares of Common Stock after the Effective Time into which the shares of Common Stock formerly represented by such certificate shall have been combined as well as the right to receive a full share in lieu of fractional shares of Common Stock after the Effective Time, provided, however, that each person of record holding a certificate that represented shares of Common Stock that were issued and outstanding immediately prior to the Effective Time shall receive, upon surrender of such certificate, a new certificate evidencing and representing the number of whole shares of Common Stock after the Effective Time into which the shares of Common Stock formerly represented by such certificate shall have been combined.

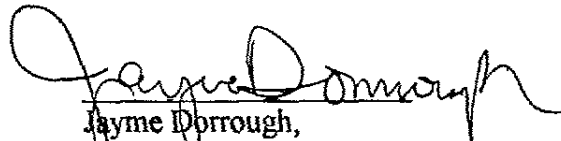
ii. The appropriate officers of the Corporation are authorized and directed as soon as practicable after the Effective Time, to notify each shareholder of record as of Effective Time to turn in their certificates in exchange for new certificates representing the Corporation's Common Stock to which they shall be entitled pursuant to the reverse stock split as described herein.

iii. The Board of Directors of the Corporation or any executive committee thereof is empowered to adopt further rules and regulations concerning the foregoing reverse stock split and to appropriately adjust any options, warrants or other securities which are convertible into shares of the Corporation's Common Stock as they deem to be fair and equitable and in the best interests of the Corporation.

iv. As a result of the reverse stock split the authorized shares of Common Stock of the Corporation is reduced from 100,000,000,000 shares to 400,000,000 shares of Common Stock.

IN WITNESS WHEREOF, the undersigned President and Sole Director of Techlabs, Inc. have executed these Articles of Amendment on behalf of the Corporation on this 5th day of September, 2007.

TECHLABS, INC.


Jayme Dorrough,
President