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AMENDED ARTICLES OF INCORPORATION

OF

SILVER LINING VENTURES, INC.

Pursuant to Section 607.1006, Florida Statutes, the Articles of Incorporation of Silver Lining Ventures, Inc., a Florida corporation ("Corporation") originally filed on September 2, 1998, are amended as follows:

1. Article V of the Articles of Incorporation of the Corporation is hereby amended and replaced in its entirety to read as follows:

ARTICLE V

(a) Authorized Capital Stock. This Corporation is authorized to issue 5,000,000 shares of common stock of par value of $0.10 per share. Fifty thousand (50,000) shares shall be designated as Class A Voting Common shares, and four million nine hundred fifty thousand (4,950,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the Corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Nonvoting Common Shares. Except as otherwise expressly required by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the exclusive voting power with respect to the Corporation shall be vested in the holders of Class A Voting Common shares.

(b) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of record of the common stock, both Class A Voting Common and Class B Nonvoting Common, shall be entitled to receive distribution, ratably, of the remaining assets of the Corporation.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this Corporation as they may see fit.

2. Each share of common stock issued and outstanding as of the date hereof shall be converted so that each one percent (1%) of outstanding common shares shall be converted into 1% of the total outstanding Class A Voting Common shares and 1% of the total outstanding Class B Nonvoting Common shares, upon the filing of these Articles of Amendment with the Secretary of State, State of Florida.

3. The foregoing amendment was adopted by all of the directors and shareholders of the Corporation on December 24, 2006.

4. The foregoing amendment shall become effective when filed with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment, this 24 day of December, 2006.

Swati R. Patel, President