

P98000/02006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STEVEN R. CLARK

ATTORNEY AT LAW

Admitted to practice law in
Florida, Tennessee & the District of Columbia

November 6, 2002

U.S. MAIL - CERTIFIED RETURN RECEIPT #7001-1940-0001-7497-9632

Department of State
Division of Corporations – Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: SECOND MILLENNIUM MANUFACTURING CORPORATION
Document Number: P98000102006

Dear Sir or Madam:

I have enclosed two original Articles of Amendment to Articles of Incorporation of the above-named corporation. Please file the Articles of Amendment to Articles of Incorporation for the aforementioned Corporation.

Enclosed please find check #2239 payable to Division of Corporations in the amount of \$43.75 to cover the following:

1. Filing Fee	\$35.00
2. Certified Copy Fee	<u>\$ 8.75</u>

TOTAL	<u>\$43.75</u>
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Please endorse your approval of the Articles of Amendment to Articles of Incorporation on an original, certify and return it to our office in the self-addressed envelope provided.

Thank you for your assistance in this matter.

Very truly yours,



Steven R. Clark

SRC:twf

Department of State
Division of Corporations – Corporate Filings
November 5, 2002
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cc: Mrs. Susan Voelkel, Secretary and Treasurer, Recall Technologies, Inc.
(without enclosures)
Mr. Doug Gilbert (without enclosures)

Enclosures

1. Two original Articles of Amendment to Articles of Incorporation,
Second Millennium Manufacturing Corporation
2. Check #2239 in the amount of \$43.75
3. Self-addressed, stamped envelope

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
SECOND MILLENNIUM MANUFACTURING CORPORATION**

DOCUMENT NUMBER: P98000102006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes, § 607.1006, this Florida corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article I of the Articles of Incorporation is hereby deleted and the following is inserted in its place:

ARTICLE I

The name of this corporation is **RECALL TECHNOLOGIES U.S.A., INC.**

SECOND: The date of the amendment's adoption is October 31, 2002.

THIRD: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 31st day of October, 2002.

SECOND MILLENNIUM MANUFACTURING CORPORATION



JOHN VOELKEL,
President and Chairman of Board of
Directors

RECALL TECHNOLOGIES U.S.A., INC.



JOHN VOELKEL,
President and Chairman of Board of
Directors