

May-06-08 16:15
Division of Corporations

From: Foley & Lardner

407-648-1743

P-524 P-001/003 P-480

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
REVELEX CORPORATION**

1. Pursuant to Sections 607.1001 and 607.1003, Florida Statutes, REVELEX CORPORATION (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

2. The name of the Corporation is REVELEX CORPORATION.

3. The Articles are amended as follows:

(a) Article III, Paragraph A is hereby deleted in its entirety and replaced as follows:

A. Authorized Capital Stock. The aggregate number of shares of all classes of stock which the Corporation shall have authority to issue is eighty-million (80,000,000) shares, consisting of:

(i) Sixty-five million (65,000,000) shares of common stock, par value \$.01 per share (the "Common Stock"); and

(ii) Five million (5,000,000) shares of preferred stock, par value \$.01 per share of which:

(A) Three million (3,000,000) shares shall be designated as the Series A Convertible Voting Non-Participating Redeemable Preferred Stock (the "Series A Preferred Stock") which shall have the powers, designations, preferences, and relative participating, optional or other special rights, qualifications, limitations, and restrictions set forth in Exhibit A of those certain Articles of Amendment of the Corporation, dated December 1, 2006; and

(B) Two million (2,000,000) shares shall be designated as the "Preferred Stock" which shall have the powers, designations, preferences, and relative participating, optional or other special rights, qualifications, limitations, and restrictions set forth for the "Preferred Stock" in the Articles of Incorporation.

(ii) Ten million (10,000,000) shares of non-voting shares of Class B Common Stock, par value \$.01 per share (the "Non-Voting Stock").

4. The foregoing amendment was duly adopted on the 16th day of February, 2007, by unanimous written consent of the directors and by holders of a majority of the shares of stock entitled to vote, such consent being sufficient for approval.

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Certified this 24th day of April, 2008.

By: 
David Goodis, Chief Executive Officer