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SEABREEZE SECURITY, INC.

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Amend  
12/19/08

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**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
SEABREEZE SECURITY, INC.**

TO: Department of State  
Tallahassee FL 32304

Pursuant to the provisions in §607.0602 of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation which were adopted by the Board of Directors on 12/3/08, 2008, pursuant to §607.0602, FLA. STAT. (1998):

Seabreeze Security, Inc. (the "Corporation"), a company organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to authority conferred upon the Board of Directors of the Corporation by the Certificate of Incorporation, as amended, of the Corporation, and pursuant to Section 607.0602 of the Florida Business Corporation Act, the Board of Directors of the Corporation at a meeting duly held on 12/3/08, 2008, authorized the following Amendment to the Articles of Incorporation:

Article III is deleted in its entirety, and replaced with the following:

**ARTICLE III – CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is six hundred seventy (670) having no par value. The shares of stock shall be divided into five hundred (500) shares of voting stock and one hundred seventy (170) shares of non-voting stock. A voting share may be exchanged for a non-voting share, upon application by the holder thereof to the Corporation. Upon such exchange, the voting share shall be retired, and the number of authorized shall be reduced thereby. Upon the exchange of one hundred seventy (170) voting shares for all of the authorized non-voting shares, the maximum number of shares of stock that this Corporation shall be authorized to have outstanding at any one time is five hundred (500) having no par value, divided into three hundred thirty (330) shares of voting stock and one hundred seventy (170) shares of non-voting stock. No further action shall be required by the Corporation to effect the exchange or retirement of said shares of voting stock. The consideration to be paid for each share shall be in money, property, or services, as determined by the Board of Directors.

IN WITNESS WHEREOF the undersigned has executed these Articles of Amendment on 12/3/08, 2008.

SEABREEZE SECURITY, INC.

  
BY: MARK LEE TATE  
TITLE: PRESIDENT

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