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December 9, 1999

FILED  
99 DEC 13 AM 11:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

Re: DPI, Inc.

500003068085--9  
-12/13/99-01107-012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed you will find an original and one copy of the Articles of Amendment To Articles of Incorporation for the above-named corporation. In addition, a money order in the sum of \$35.00 is enclosed which represents the filing fee. Please file the original of the enclosed Articles of Amendment and return a time-stamped copy to the undersigned attorney.

Sincerely,

*David Dowell*

David Dowell

*Amend*

V. SHEPARD DEC 21 1999

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DIVERSIFIED PRODUCT INSPECTIONS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

In compliance with the requirements of Chapter 607, Florida Statutes, this Corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Article IV (Capital Stock) shall be amended to read as follows:

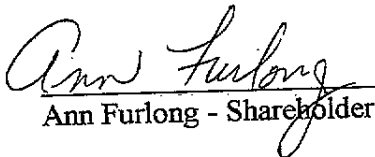
The Corporation is authorized to issue ten million (10,000,000) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

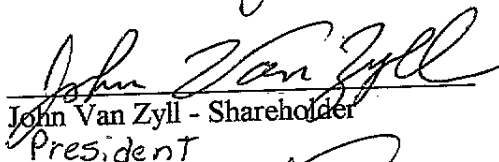
**SECOND:** This amendment does not provide for an exchange, reclassification or cancellation of issued shares.

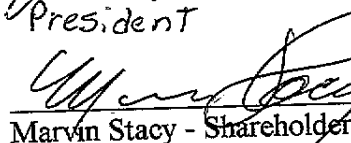
**THIRD:** The date of the amendment's adoption is December 7, 1999.

**FOURTH:** This amendment was approved by the shareholders. The number of votes cast for the amendment was unanimous and, therefore, sufficient for approval.

Signed this 7 day of December, 1999.

  
Ann Furlong - Shareholder

  
John Van Zyll - Shareholder  
President

  
Marvin Stacy - Shareholder