

# S94945

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04 MAR 31 PM 3:00

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TALLAHASSEE, FLORIDA

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*AJR*  
*3/31/04*



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 534710 4326904

AUTHORIZATION :

*Patricia Piquet*

COST LIMIT : \$ 35.00

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ORDER DATE : March 31, 2004

ORDER TIME : 10:22 AM

ORDER NO. : 534710-005

CUSTOMER NO: 4326904

CUSTOMER: Ms. Andrea A. Guerieri  
Stark And Stark  
P.O. Box 5315

Princeton, NJ 08543-5315  
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DOMESTIC AMENDMENT FILING

NAME: LASER ENERGETICS, INC.

EFFECTIVE DATE: MARCH 30, 2004

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Angela Reynolds -- EXT# 2934

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF AMENDMENT  
TO  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
LASER ENERGETICS, INC.  
Document Number S94945**

FILED  
04 MAR 31 PM 3:00  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida statutes, this Florida Profit Corporation adopts the following Amendment to its Amended and Restated Articles of Incorporation:

**FIRST:** Article IV shall be deleted in its entirety and replaced with the following Article IV:

**ARTICLE IV  
Capital Stock**

The total number of shares of all classes which the Corporation has authority to issue is 30,000,000 of which 25,000,000 shall be common shares and of which 5,000,000 shall be preferred shares, each with a par value of \$0.01 per share.

The designations and the preferences, conversion and other rights, voting powers, restrictions, limitation as to dividends, qualifications and terms and conditions of redemption of the shares of each class of stock are as follows:

*Preferred Shares.* The preferred shares may be issued from time to time by the Board of Directors as shares of one or more series. The description of shares of each series of preferred shares, including any preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, qualifications, and terms and conditions of redemption shall be as set forth in resolutions adopted by the Board of Directors from time to time within the broadest discretion and with all power and authority permitted and authorized by Florida Business Corporation Act 607.0602 and in the Certificate of Amendment to the Certificate of Incorporation filed as required by law prior to the issuance of any shares of such series.

*Common Shares.* Subject to all the rights of the preferred shares as expressly provided herein, by law or by the Board of Directors pursuant to this Article IV, the common shares of the Corporation shall possess all such rights, privileges as are afforded to capital stock by the Florida Business Corporation Act.

*Limitation.* This corporation shall not issue an aggregate of more than 750,000 common shares and preferred shares after March 31, 2004 without the prior written consent of Arisawa Manufacturing Co., Ltd. At such time as the loan made by Arisawa

Manufacturing Co., Ltd has been satisfied and discharged in full, this limitation shall no longer have any force or effect. The foregoing limitation on issuances shall be adjusted accordingly for any stock splits or reverse stock splits effected after March 31, 2004.

**SECOND:** Article VI shall be deleted in its entirety and replaced with the following Article VI:


**ARTICLE VI**  
**Board of Directors**

This corporation shall have three (3) Directors. The number of Directors may not be increased or decreased without the prior written consent of Arisawa Manufacturing Co., Ltd. or its successors or assigns. At such time as the loan made by Arisawa Manufacturing Co., Ltd. has been satisfied and discharged in full, this limitation shall no longer have any force or effect.

**THIRD:** The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 30th day of March, 2004

Laser Energetics, Inc.

By:   
Robert D. Battis, President