

ACCOUNT NO. : 072100000032

REFERENCE : 549894

AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: October 1, 1997

ORDER TIME : 10:51 AM

ORDER NO. : 549894-005

CUSTOMER NO: 8796A

500002308935--7

CUSTOMER: Ms. Amy Herstine

Schifino & Fleischer

One Tampa City Center, #2700 201 North Franklin Street

Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: BIODYNAMICS INTERNATIONAL, INC

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

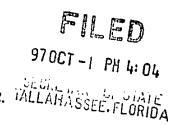
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF BIODYNAMICS INTERNATIONAL, INC.



Pursuant to the provisions of Section 607.181 of the Florida General Corporation Act, the undersigned corporation does hereby adopt these Articles of Amendment to the Articles of Incorporation, and the undersigned officers do hereby certify individually and on behalf of the undersigned corporation as follows:

- 1. The name of the corporation is Biodynamics International, Inc. (the "Corporation"). The Articles of Incorporation of this Corporation were filed by the Department of State of the State of Florida and became effective on December 6, 1991. The document number of this Corporation is \$98512.
- 2. Article III of the Articles of Incorporation of this Corporation shall be amended as follows:

ARTICLE III - CAPITAL STOCK

Shares Authorized. The aggregate number of shares of stock which this corporation shall have authority to issue shall be thirty-one million (31,000,000) shares of which thirty million (30,000,000) shares shall be of Common Stock (each with a par value of \$.01) and one million (1,000,000) shares of Preferred Stock (each with a par value of \$.01).

The terms of the Preferred Stock and Common Stock were not changed.

- 3. This Amendment was recommended by the Board of Directors to the Corporation's shareholders on December 29, 1995.
- 4. On June 13, 1996, the holders of a majority of the outstanding shares of Common Stock of the Corporation, the only class of securities outstanding, adopted this amendment to the Corporation's Articles of Incorporation at a special, duly called and convened meeting of such shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to the Articles of Incorporation to be executed this 2/1/1 day of September, 1997.

BIODYNAMICS INTERNATIONAL, INC.

Verl Maister Providen