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SECRETARY OF STATE  
DIVISION OF CORPORATION  
01 JUN 21 AM 8:20

**K-2 BioTek International, INC.**

656 N. Beal Parkway Suite J  
Ft. Walton Beach  
Florida, 32547

Tel: 850-863-4270  
Fax: 850-862-3849  
E Mail: [williams@nwfl.net](mailto:williams@nwfl.net)

Florida Department of State  
Division of Corporation  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

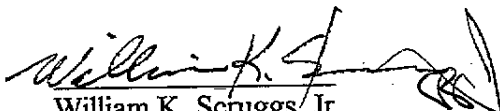
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\*\*\*\*\*43.75 \*\*\*\*\*43.75

Subject: Articles of Amendment of WSS Associates, Inc.

Dear Sirs,

Please find enclosed the Articles of Amendment of WSS Associates, Inc. along with a cashiers check in the amount of \$43.75 for the filing fee and certification fee for the changes requested.

Sincerely,

  
William K. Scruggs, Jr.  
Incorporator and Director

*Amend & N/C*

V SHEPARD JUN 28 2001

ARTICLES OF AMENDMENT  
OF  
WSS ASSOCIATES, INC.

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To the Department of State  
State of Florida

Pursuant to the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Amendment.

1. The name of the corporation is WSS Associates, Inc.
2. Article I of the Articles of Incorporation of the corporation is hereby amended so as to read as follows:

"The name of this corporation is: K-2 BioTek International, Inc.  
hereinafter referred to as (the "Corporation")."

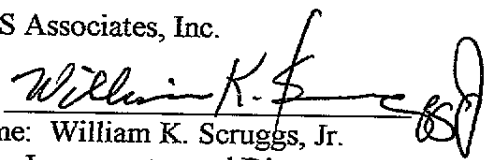
3. Article IV of the Articles of Incorporation of the corporation is hereby amended so as to read as follows:

"The corporation is authorized to issue 50,000,000 shares of \$0.0005 par value common stock."

4. The corporation has not yet issued these shares.
5. The amendment herein provided for was adopted by majority vote of the Board of Directors of the corporation, without shareholder action on June 7, 2001.
6. Shareholder action was not required.
7. The undersigned is an incorporator of the corporation.

Executed on June 7, 2001.

WSS Associates, Inc.

By:   
Name: William K. Scruggs, Jr.  
Title: Incorporator and Director