

# STATE OF ALABAMA

## DOMESTIC FOR-PROFIT CORPORATION

### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION GUIDELINES

#### INSTRUCTIONS

**STEP 1: IF CHANGING THE CORPORATION'S NAME, CONTACT THE OFFICE OF THE SECRETARY OF STATE AT (334) 242-5324 TO RESERVE A CORPORATE NAME.**

**STEP 2: FILE THE ORIGINAL AND TWO COPIES IN THE COUNTY WHERE THE ORIGINAL ARTICLES OF INCORPORATION ARE FILED. (IF THE AMENDMENT CHANGES THE NAME, THE CERTIFICATE OF NAME RESERVATION MUST BE ATTACHED.) IF CHANGING THE NAME, THE SECRETARY OF STATE'S FILING FEE IS \$20. THE SECRETARY OF STATE'S FILING FEE FOR ALL OTHER AMENDMENTS IS \$10. THE JUDGE OF PROBATE'S FILING FEE FOR AN AMENDMENT IS \$10.**

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT.

*Article I* The name of the corporation:  
VistaPharm, Inc.

*Article II* The following amendment was adopted in the manner provided for by the Alabama Business Corporation Act:  
To increase the number of authorized common shares from  
10 million to 40 million shares. The total authorized  
capital will be \$40,000.

*Article III* The amendment was adopted by the shareholders or directors in the manner prescribed by law on November 1, 20<sup>01</sup>.

*Article IV* The number of shares outstanding at the time of the adoption was 4,777,100; the number of shares entitled to vote thereon was 4,777,100. If the shares of any class are entitled to vote thereon as a class, list the designation and number of outstanding shares entitled to vote thereon of each such class:

*Article V* The number of shares voted for the amendment was 4,656,600 and the number of shares voted against such amendment was -0-. (If no shares have been issued attach a written statement to that effect.)

Date: February 28, 2002

John D. Freeman, CFO

Type or Print Corporate Officer's Name and Title

  
Signature of Officer