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# Delaware

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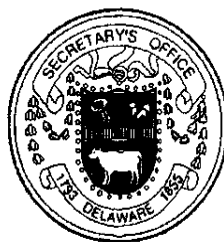
JESSE WHITE  
SECRETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "WINSTON LABORATORIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2007, AT 7:56 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Doc#: 0732322084 Fee: \$28.00  
Eugene "Gene" Moore  
Cook County Recorder of Deeds  
Date: 11/19/2007 02:39 PM Pg: 1 of 3



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6124737

DATE: 11-01-07

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:11 PM 10/29/2007  
FILED 07:56 PM 10/29/2007  
SRV 071167247 - 2916562 FILE

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
WINSTON LABORATORIES, INC.**

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Winston Laboratories, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, at a special meeting of the Board of Directors of the Corporation, duly adopted the following resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that Article Fourth of the Certificate of Incorporation of the Corporation is hereby deleted in its entirety and there is substituted a new Article Fourth to read as follows:

ARTICLE FOURTH: The total number of shares of stock which the Corporation is authorized to issue is Ninety Million (90,000,000) shares of stock, Sixty Million (60,000,000) of which shall be classified as common stock, \$0.001 par value per share, and Thirty Million (30,000,000) of which shall be classified as preferred stock, \$0.001 par value per share.

The Board of Directors of the corporation is authorized, subject to the limitations prescribed by law and the provisions of the Certificate of Incorporation, to provide for the issuance of shares of preferred stock in one or more series, to establish from time to time the number of shares to be included in each such series and to fix the designations, voting powers, preferences, rights and qualifications, limitations or restrictions of the shares of the preferred stock of each such series.

SECOND: That in lieu of holding a meeting and vote of stockholders, the stockholders entitled to vote have given written consent to said amendment in accordance with the provisions of Section 228(e) of the General Corporation Law of the State of Delaware, and written notice of

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the adoption of the amendment has been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

THIRD: That said amendment was duly adopted in accordance with the applicable provisions of Sections 228(e) and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Winston Laboratories, Inc. has caused this certificate to be signed by its President, this 24<sup>th</sup> day of October, 2007.

By: /s/ Joel E. Bernstein, M.D.

Name: Joel E. Bernstein, M.D.

Title: President