

## CERTIFICATE OF AMENDMENT OF

## AMERICAN SCIENTIFIC TECHNOLOGIES CORPORATION

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of

## AMERICAN SCIENTIFIC TECHNOLOGIES CORPORATION

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated Sanuary 8	, 1	9	86
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SECRETARY OF STATE

Corporation Clerl



## ARTICLES OF AMENDMENT TO THE ARTICLES OF AMERICAN SCIENTIFIC TECHNOLOGIES CORPORATION

The undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is AMERICAN SCIENTIFIC TECHNOLOGIES CORPORATION.
- 2. The Articles of Incorporation of this corporation shall be amended by changing Articles IV and V so that, as amended and adopted, each said Article shall read as follows:
- (A) That Article IV of the Articles of Incorporation be amended to read as follows:

"The principal office or place of business of this corporation shall be at 2603 Sundance Road, Suite N, Nampa, Idaho, 83651, Canyon County, Idaho; that the corporation may maintain an office in such towns, cities, and places outside the State of Idaho as the Board of Directors may from time to time determine, or as may be designated by the bylaws of said corporation."

(B) That Articles V of the Articles of Incorporation of this corporation be amended to read as follows:

"The amount of the authorized capital stock of this corporation shall be \$1,000,000.00 divided into 500,000 shares of common stock of the par value of \$1.00 per share and,

In addition to the common stock stated immediately above and pursuant to Idaho Code Sections 30-1-15 and 30-1-16 and all other applicable provisions of Title 30 of the Idaho Code and Acts amendatory and supplemental thereto, authority is vested in the Board of Directors of this corporation to establish and issue 500,000 shares of preferred stock of the par value of \$1.00 per share and, which may divided and issued in one or more series and the said Board of Directors shall have the authority, within the limitations of the said statute(s), to fix and determine the relative rights and preferences of any series so established, to include but not limited to, the following:

(a) The rate of dividend.

- (b) Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption.
- (c) The amount payable upon shares in the event of voluntary and involuntary liquidation.
- (d) Sinking fund provisions, if any, for the redemption or purchase of shares.
- (e) The terms and conditions, if any, on which shares may be converted.
- (f) Voting rights, if any.

The following is a description of each class of stock with the powers, preferences, and rights and the restrictions, qualifications, and limitations thereof:

- (1) No holder of stock of the Corporation shall be entitled as a matter of right, preemptive or otherwise, to subscribe for or purchase any part of any stock now or hereafter authorized to be issued, or shares thereof, held in the treasury of the Corporation or securities convertible into stock, whether issued for cash or other consideration or by way of dividend or otherwise.
- In the event of any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of the Corporation, the holders of the Preferred Stock shall receive preference over the common stock and shall be paid in cash the par value of the preferred stock plus any accrued dividends before any distribution of the assets of the corporation shall be made to the holders of common stock. After such payment shall have been made in full to the holders of the outstanding preferred stock or funds necessary for such payment shall have been set aside in trust for the account of the holders of the outstanding preferred stock so as to be and continue available therefor, the holders of the outstanding preferred stock shall be entitled to no further participation in such distribution of the assets of the Corporation and the remaining assets of the corporation shall be divided and distributed among the holders of the common stock then outstanding according to their respective shares. If, upon such liquidation, dissolution, or winding up, the assets of the Corporation distributable as aforesaid among the holders of the preferred stock shall be insufficient to permit the payment to them of said amount, the entire assets shall be distributed ratably among the holders of the preferred stock. consolidation or merger of the Corporation, a sale or transfer of all or substantially all of its assets as an entirety, or any purchase or redemption of stock of the Corporation of any class, shall not be regarded as a "liquidation, dissolution, or winding

up of the affairs of the Corporation" within the meaning of this paragraph."

- 3. The amendments set forth above were adopted by the shareholders of this corporation by special meeting on May 23, 1985.
- 4. The number of shares outstanding is 348,500 and the number of shares entitled to vote on the amendments are 348,500 of which all are designated as common stock.
- 5. The number of shares voting for the amendments was 348,500 and the number of shares voting against the amendments was zero.
- 6. The amendments to the Articles of Incorporation do not provide for an exchange, reclassification or cancellation of issued shares.
- 7. The amendment to Article V to the Articles of Incorporation does not provide for a change in the amount of stated capital. The amendment to Article IV deals only with the change in the corporate address and does not provide for changing the amount of stated capital.
- 8. That except for the amendments to Articles IV and V stated above which amendments supercede the corresponding Articles of the original Articles of Incorporation, all other provisions of the original Articles of Incorporation shall remain in full force and effect.

SIGNED:	AMERICAN SCIENTIFIC TECHNOLOGIES CORPORATION
	BY: John S. Sullivan, President
	BY: Edward K. Goering, Secretary

12/31/85

DATED:

STATE OF IDAHO

COUNTY OF CANYON )

I, January nublic, do hereby certify that on the this 3) at day of loomble, 1985, personally appeared before me John J. Sullivan, who, being by me first duly sworn, declared that he is the president of American Scientific Technologies Corporation, that he signed the foregoing document as president of the corporation, and that the statements therein contained are true.

Novary Public for Idaho

Residing at Nampa

My commission expires: 12-8-86