




DEAN HELLER
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**Amendment to
 Certificate of Designation
 After Issuance of Class or Series
 (PURSUANT TO NRS 78.1955)**

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20070049328-35 Filing Date and Time 01/23/2007 10:42 AM Entity Number C2081-1999
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**Certificate of Amendment to Certificate of Designation
For Nevada Profit Corporations
 (Pursuant to NRS 78.1955 - After Issuance of Class or Series)**

1. Name of corporation:

Quantum Bit Induction Technology, Inc.

2. Stockholder approval pursuant to statute has been obtained.

3. The class or series of stock being amended:

Class B Common

4. By a resolution adopted by the board of directors, the certificate of designation is being amended as follows or the new class or series is:

The conversion rate shall change on the 28th of each month through 2007 in the following amounts:
 January 28, 1014 Common Shares equals 1 Class B Common Share, until
 February 28, 1028 Common Shares equals 1 Class B Common Share, until
 March 28, 1043 Common Shares equals 1 Class B Common Share, until
 April 28, 1057 Common Shares equals 1 Class B Common Share, until
 May 28, 1072 Common Shares equals 1 Class B Common Share, until
 June 28, 1087 Common Shares equals 1 Class B Common Share, until
 July 28, 1102 Common Shares equals 1 Class B Common Share, until
 August 28, 1118 Common Shares equals 1 Class B Common Share, until
 September 28, 1133 Common Shares equals 1 Class B Common Share, until
 October 28, 1149 Common Shares equals 1 Class B Common Share, until
 November 28, 1165 Common Shares equals 1 Class B Common Share, until
 December 28, 1182 Common Shares equals 1 Class B Common Share

5. Effective date of filing (optional):

6. Officer Signature (Required):

(must not be later than 90 days after the certificate is filed)
 **PETER MCCAIN, SECRETARY**

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

Filing Fee: \$175.00

This form must be accompanied by appropriate fees.