

CERTIFICATE OF AMENDMENT
TO
NINTH AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
AOPTIX TECHNOLOGIES, INC.

The undersigned, Dean Senner, hereby certifies that:

1. He is the President of AOptix Technologies, Inc., a Delaware corporation (the "Company").

2. The first paragraph of Article IV of the Ninth Amended and Restated Certificate of Incorporation is amended and restated to read in its entirety as follows:

"The Company is authorized to issue two classes of stock to be designated Common Stock and Preferred Stock. The aggregate number of shares that the Company shall have authority to issue is 452,697,061, consisting of 260,000,000 shares of Common Stock, par value \$0.01 per share, and 192,697,061 shares of Preferred Stock, par value \$0.01 per share."

3. The second paragraph of Article IV, Section 1(a)(vii) of the Ninth Amended and Restated Certificate of Incorporation is amended and restated to read in its entirety as follows:

"(vii) pursuant to the issuance of shares, or options, warrants or other rights issued, to employees, consultants or directors in accordance with plans, agreements or similar arrangements, but not to exceed 55,642,638 or such greater number as unanimously approved by the Company's Board of Directors;"

4. This Certificate of Amendment to the Ninth Amended and Restated Certificate of Incorporation has been duly adopted by the Board of Directors and stockholders of the Company in accordance with Section 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, AOptix Technologies, Inc. has caused this Certificate to be signed by its duly authorized officer this 29th day of April, 2011.

AOPTIX TECHNOLOGIES, INC.

By: /s/ DEAN SENNER
Dean Senner, President