

AUG 23 2006

**CERTIFICATE OF AMENDMENT OF
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF 3VR SECURITY, INC.**

The undersigned, Stephen Russell and Timothy D. Ross, hereby certify that:

1. They are the duly elected and acting Chief Executive Officer and Secretary, respectively, of 3VR Security, Inc., a California corporation (the "Company").
2. Article III of the Articles of Incorporation of the Company is hereby amended in its entirety to read as follows:

"ARTICLE III

1. Authorized Shares. The Company is authorized to issue two classes of stock, designated "Common Stock" and "Preferred Stock" respectively. The total number of shares that the Company is authorized to issue is 53,625,000 shares, no par value. The number of shares of Common Stock that the Company is authorized to issue is 34,500,000 shares, and the number of shares of Preferred Stock that the Company is authorized to issue is 19,125,000 shares, 9,525,000 of which shall be designated "Series A Preferred Stock" and 9,600,000 of which shall be designated "Series B Preferred Stock."

3. The foregoing amendment of Second Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the shareholders of this corporation in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of Common Stock is 3,822,671, the total number of outstanding shares of Series A Preferred Stock is 9,391,115 and the total number of outstanding shares of Series B Preferred Stock is 9,197,247. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required for the approval of the amendment herein set forth was more than fifty percent (50%) of the Common Stock of the Company voting as a separate class, more than seventy percent (70%) of the Preferred Stock of the Company voting as a separate class and more than fifty percent (50%) of the Series B Preferred Stock voting as a series.


[Signature page follows]

The undersigned further declares under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of his own knowledge.

Dated: August 23, 2006



Stephen Russell, CEO



Timothy D. Ross, Secretary