

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6380

From: Account Name : CORPORATION SERVICE COMPANY
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
OPUS MAGNUM AMERIS, INC.**

Certificate of Status	0
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Page Count	07
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11 OCT -3 AM 8:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
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Amend
10/3/11

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Corporate Filing Menu

Help

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Opus Magnum Ameris, Inc.

DOCUMENT NUMBER: J38644

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Donna Bonfiglio

Name of Contact Person

Anslow & Jaclin

Firm/ Company

195 Route 9 South, Suite 204

Address

Manalapan, NJ 07726

City/ State and Zip Code

dbonfiglio@anslowlaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Gregg Jaclin

Name of Contact Person

at (732)

409-1212

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
of**

Opus Magnum Ameris, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

J38644

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:
(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City), Florida (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	☐ Add
		_____	☐ Remove

_____	_____	_____	☐ Add
		_____	☐ Remove

_____	_____	_____	☐ Add
		_____	☐ Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

See the attached Amendment to Articles of Incorporation.

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OPUS MAGNUM AMERIS, INC.
(Document number J38644)**

* * *

Pursuant to the provisions of section 607.1006, Florida Statutes, Opus Magnum Ameris, Inc. (the "Corporation") adopts the following amendments to its Articles of Incorporation. These amendments were adopted on September 28, 2011 by the shareholders of the Corporation. The number of votes cast by the common shareholders, the only group entitled to vote, was sufficient for approval.

1. Article IV of the Corporation's Articles of Incorporation is hereby amended to read as follows:

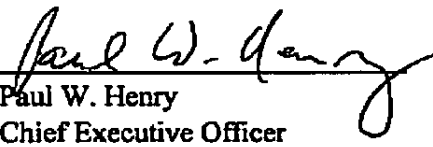
Upon the close of business on the date these Articles of Amendment are filed with the Florida Department of State (the "Effective Time"), a one-for-one hundred (1:100) reverse stock split of the Corporation's common stock shall become effective, pursuant to which each one hundred (100) shares of Common Stock of the Corporation issued and outstanding immediately prior to the Effective Time shall automatically, without further action on the part of the Corporation or any holder of such Common Stock, be combined into one (1) share of the Corporation's Common Stock. Notwithstanding the immediately preceding sentence, no certificates representing fractional shares of Common Stock shall be issued in connection with the Reverse Stock Split, in lieu thereof, upon surrender after the Effective Time of a certificate which formerly represented shares of Common Stock that were issued and outstanding immediately prior to the Effective Time, any person who would otherwise be entitled to a fractional share of Common Stock as a result of the reverse stock split, following the Effective Time, shall be entitled to receive number of shares rounded up to the next largest whole number.

At the Effective Time of the reverse stock split the authorized shares of Common Stock of the Corporation shall remain 300,000,000 and the par value shall remain at \$.0001.

[Signature follows on the next page.]

[Signature to Articles of Amendment to Articles of Incorporation]

OPUS MAGNUM AMERIS, INC.

By: 
Paul W. Henry
Chief Executive Officer

The date of each amendment(s) adoption: September 28, 2011
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were adopted by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval

by _____."
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated September 28, 2011

Signature Paul W. Henry
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Paul W. Henry
(Typed or printed name of person signing)

Director and Chief Executive Officer
(Title of person signing)