

P010000001011

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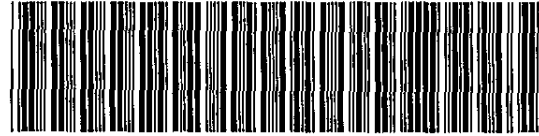
(Business Entity Name)

(Document Number)

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Amend

05/10/05--01009--022 **43.75

RECEIVED
05 MAY 10 AM 9:52
STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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05 MAY 10 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AR
5/10/05

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GLUV CORP.

DOCUMENT NUMBER: P01000001011

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

Please return all correspondence concerning this matter to the following:

G. Bland Byrne

(Name of Contact Person)

Byrne, Davis & Hicks, P. C.

(Firm/ Company)

3340 Peachtree Road, Suite 1460

(Address)

Atlanta, GA 30326

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Bland Byrne

(Name of Contact Person)

at (404) 266.7260

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$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
409 E. Gaines Street
Tallahassee, FL 32399

The date of each amendment(s) adoption: April 29, 2005

Effective date if applicable: N/A
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved 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.

Signed this 29th day of April, 2005.

Signature Janet E. Sikes
(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)

Janet E. Sikes
(Typed or printed name of person signing)

Secretary
(Title of person signing)

FILING FEE: \$35

Attachment to Articles of Amendment of GLUV CORP.

Article IV of the Corporation's Articles of Incorporation is hereby deleted in its entirety, and replaced with the following:

4.1 The capital stock of this corporation shall consist of 100,000,000 shares of common stock, no par value, to be designated "Common Shares".

From and after the effective date of this amended provision, every 6,500,000 shares of common stock previously outstanding shall be automatically converted into one (1) share of new Common Shares, and each holder of record of shares of existing common stock shall be entitled upon presentation and surrender to the corporation of the certificates representing such existing shares to receive in exchange therefor a certificate representing shares of new Common Shares in the ratio of one share of new Common Shares for each six million five hundred thousand (6,500,000) shares of existing common stock held by such holder. The certificates for existing common stock will be cancelled. Fractional shares will not be issued, but the corporation shall pay existing shareholders the fair value, in cash, of such fractional shares of new Common Shares. Notwithstanding that certificates representing existing common stock shall not have been surrendered and until the same have been surrendered, each such unsurrendered certificate shall be deemed to represent only the shares of new Common Shares and/or a claim for payment, without interest, for the fair value of a fractional share. If a shareholder cannot surrender a certificate because it has been lost, the shareholder may follow the statutory procedure dealing with lost certificates.