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Amend

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Sequoia Asset Management Group Inc.

DOCUMENT NUMBER: P03000000692

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

Please return all correspondence concerning this matter to the following:

Robert Young
(Name of Contact Person)

Sequoia Asset Management Group Inc.
(Firm/ Company)

1761 Vesper Lane, Suite 10
(Address)

Carlsbad, Ca. 92011
(City/ State and Zip Code)

For further information concerning this matter, please call:

Robert Young at (760) 613-0955
(Name of Contact Person) (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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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DIVISION OF CORPORATIONS

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Articles of Amendment
to
Articles of Incorporation
of

Sequoia Asset Management Group, Inc.
(Name of corporation as currently filed with the Florida Dept. of State)

P03000000692
(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:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Added Article VIII: Reverse Stock Split

The Board of Directors has approved a new article for a reverse stock split. The reverse split is a 10 to 1 ratio taking the current issued and outstanding shares from 52,776,590 to 5,277,659 shares. All fractions are dropped.

(Attach additional pages if necessary)

If an amendment provides for 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)**

All fractions are dropped.

(continued)

The date of each amendment(s) adoption: October 28, 2006

Effective date if applicable: October 28, 2006
(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.

Signature ____________________
(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)

Robert Young
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: $35