

P04000142969

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Curtis A. Wolfe, Executive Vice President
General Counsel
954.202.4442
954.229.7595
cwolfe@ener1group.com

February 8, 2005

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

NAME OF CORPORATION: **ENERPLAY, INC.**
DOCUMENT NUMBER: **P04000142969**

Dear Sir or Madam:

The enclosed Articles of Amendment and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:

Curtis Wolfe
Ener1 Group, Inc.
550 West Cypress Creek Road, Suite 120
Ft. Lauderdale, FL 33309
cwolfe@ener1group.com

For further information on this matter, please contact me at the number listed above.

Enclosed is a check for the following amount: \$52.50 (certified copy enclosed)

If you have any questions, my contact information is listed above.

Sincerely,

A handwritten signature in black ink, appearing to read "Curtis A. Wolfe".

Curtis A. Wolfe

550 West Cypress Creek Road, Suite 120
Ft. Lauderdale, FL 33309
www.ener1group.com

FILED
05 FEB -9 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ENERPLAY, INC.

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

P04000142969

(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:

AMENDMENTS ADOPTED: ARTICLE IV is hereby amended to read as follows:

“The number of shares the corporation is authorized to issue is:

500,000,000”

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

N/A

The date of each amendment(s) adoption: February 8, 2005

Effective date if applicable: N/A

Adoption of Amendment(s)

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

IN WITNESS WHEREOF, the undersigned has executed these articles as of the date written below.

ENERPLAY, INC.

By: 

Name: Curtis Wolfe

Title: Secretary

Date: February 8, 2005

FILING FEE: \$35