

P05000153804

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

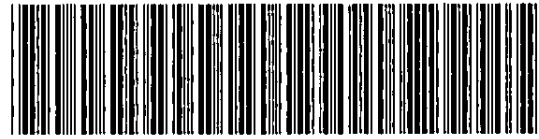
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Amend

RECEIVED
10 MAY 13 PM 3:45
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
10 MAY 13 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Pool
5/13/10*

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Date: 5/13/10

Requestor Name: Carlton Fields

Address: Post Office Box 190
Tallahassee, Florida 32302

Telephone: (850) 513-3619 (direct)
(850) 224-1585

Contact Name: Kim Pullen, CP, FRP

Corporation Name: Red Lambda, Inc.

Entity Number (if applicable): PO5000153804

Authorization: Kim Pullen

Amendment
Certified Copy

Certificate of Status

New Filings Plain Stamped Copy Annual Report

Fictitious Name Amendments Registration

(X) Call When Ready (X) Call if Problem () After 4:30

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Client: 55480 Matter: 48683

Name: S. Hammack Office: ATL

**ARTICLES OF AMENDMENT TO
THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
RED LAMBDA, INC.**

FILED
10 MAY 13 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Third Amended and Restated Articles of Incorporation of Red Lambda, Inc., a Florida corporation, are hereby amended pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act (the "FBCA") as follows:

ARTICLE I

Name

The name of the corporation is Red Lambda, Inc. (the "Corporation").

ARTICLE II

Amendment

RESOLVED, that Article IV, Section A. of the Third Amended and Restated Articles of Incorporation of the Corporation is hereby amended by deleting such Section A. in its entirety and the following Section A. is inserted in lieu thereof:

"A. Capital Stock. The total number of shares of capital stock that the Corporation is authorized to issue is 650,000,000, of which (i) 525,000,000 shares shall be Common Stock, par value \$0.0001 per share (the "Common Stock"), divided into (a) 500,000,000 shares of Series A Common Stock (the "Series A Common Stock") and (b) 25,000,000 shares of Series B Common Stock (the "Series B Common Stock"); and (ii) 125,000,000 shares shall be Preferred Stock, par value \$0.0001 per share (the "Preferred Stock"), of which 105,000,000 shall be designated as Series A Preferred Stock pursuant to the provisions of Article IV, Section D. below."

RESOLVED FURTHER, that Article IV, Section D., paragraph 3. of the Third Amended and Restated Articles of Incorporation is hereby amended by deleting such paragraph 3. in its entirety and the following paragraph 3. is inserted in lieu thereof:

"3. Board Representation. The Board shall be comprised of five (5) directors. Holders of Series A Preferred Stock, voting separately as a class, shall have the right to elect two (2) members to the Board. One member of the Board shall be elected by the Series A Common Stockholders, voting separately as a class. The remaining members of the Board shall be elected by the holders of the Series A Preferred Stock and holders of the Series A Common Stock, voting together as a separate class."

ARTICLE III

Date of Adoption

The foregoing amendment ("Amendment") was adopted on the 12th day of May, 2010.

ARTICLE IV
Manner of Adoption

The Board of Directors of the Corporation reviewed, considered, and pursuant to unanimous action by written consent in accordance with Section 607.0821 of the FBCA duly adopted the Amendment, effective May 12, 2010, and declared the Amendment to be advisable and recommended and presented the same to the holders of all of the Corporation's outstanding Preferred Stock and Common Stock for approval. Thereafter, pursuant to an action by written consent of (i) the holders of a majority of the Corporation's outstanding Preferred Stock and Common Stock, voting together as a single class, (ii) the holders of a majority of the Corporation's outstanding shares of Common Stock, voting together as a separate class, and (iii) the holders of all of the Corporation's outstanding Series A Preferred Stock, voting together as a separate class, duly approved the Amendment on May 12, 2010 in accordance with Sections 607.0704, 607.1003 and 607.1004 of the FBCA. The number of shares consenting to the Amendment in each such voting group were sufficient for approval of the Amendment. Accordingly, the Amendment has been authorized by all appropriate action under the FBCA.

IN WITNESS WHEREOF, Red Lambda, Inc. has caused this Amendment to Third Amended and Restated Articles of Incorporation to be signed by its duly authorized officer on this 12th day of May, 2010.

RED LAMBDA, INC.

By: 

Bahram Yusefzadeh, CEO