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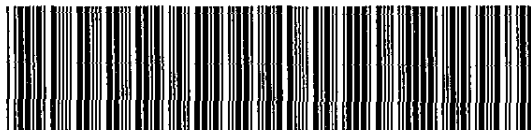
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03 MAR 12 AM 11:52
DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY"

ACCOUNT NO. : 072100000032

REFERENCE : 962765 4372512

AUTHORIZATION

COST LIMIT : \$ 35.00

Patricia Pigott

ORDER DATE : March 11, 2003

ORDER TIME : 10:49 AM

ORDER NO. : 962765-005

CUSTOMER NO: 4372512

CUSTOMER: Gregg E. Jaclin, Esq
Anslow & Jaclin, LLP
Freehold Executive Center
4400 Route 9 South, 2nd Floor,
Freehold, NJ 07728

DOMESTIC AMENDMENT FILING

NAME: VISATOR, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115
EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
VISATOR, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation, Visator, Inc. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation.

Article I. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Amendment Article I - Name

The name of the Corporation is amended to read as follows:

GoldSpring, Inc.

Article V. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Amendment Article V - Capital Stock

The maximum number of shares of stock that this corporation shall be authorized to have outstanding at any time shall be five hundred million (500,000,000) shares of Common Stock at a par value of \$.000666 per share upon which there are no preemptive rights. The Common Stock shall be paid for at such time as the Board of Directors may designate, in cash, real property, personal property, services, patents, leases, or any other valuable thing or right for the uses and purposes of the corporation, and shares of capital, which issued in exchange thereof shall thereupon and thereby become and be paid in full, the same as though paid in cash at par, and shall be non assessable forever, the judgment of the Board of Directors as to the value of the property, right or thing acquired in exchange for capital stock shall be conclusive.

Article II. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on March 10, 2003.

Article III. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and no shareholder approval was required.

The undersigned executed this document on the date shown below.

By: 

Name: Antonio Treminio
Title: President/Director
Date: March 10, 2003

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