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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : YOUR CAPITAL CONNECTION, INC.
Account Number : I20000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
AMALGAMATED GOLD AND SILVER, INC.**

Certificate of Status	0
Certified Copy	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SEP 05 2012

T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Amalgamated Gold and Silver, Inc.

DOCUMENT NUMBER: P92000004064

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

Please return all correspondence concerning this matter to the following:

Garth Jensen

Name of Contact Person

Amalgamated Gold and Silver Inc.

Firm/ Company

Address

80 S.W. 8th Street, Suite 2000,

Miami, Florida, 33130 USA

City/ State and Zip Code

gjensen@bmts.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Garth Jensen

Name of Contact Person

at (705) 737 6051

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
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Certificate of Status
Certified Copy
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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



September 4, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

AMALGAMATED GOLD AND SILVER, INC.
80 SW 8 STREET, SUITE 2000
MIAMI, FL 33130US

SUBJECT: AMALGAMATED GOLD AND SILVER, INC.
REF: P92000004064

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

THE CORPORATE NAME IN EXHIBIT "A" SHOULD READ, AMALGAMATED GOLD AND SILVER, INC. THE WORD "AND" IN THE CORPORATE NAME IS AN "&" IN THE EXHIBIT. PLEASE CORRECT THE NAME THROUGHOUT THE EXHIBIT "A" AS IT IS MENTIONED 4 TIMES IN THE EXHIBIT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Darlene Connell
Regulatory Specialist II

FAX Aud. #: H12000218804
Letter Number: 612A00022396

RECEIVED
12 SEP -4 AM 8:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

Articles of Amendment
to
Articles of Incorporation
of

AMALGAMATED GOLD AND SILVER, INC.

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

P92000004064

(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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co." A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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TALLAHASSEE, FLORIDA

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation. Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change. Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe

☒ Remove V Mike Jones

☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____

E. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

See Articles of Amendment as attached

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

Amendment to Article 4. Shares

On Sept 4, 2012 the company received Preferred Certificate # 004 issued to Whitehall Trust, November 17, 2009 for 30,000,000 Preferred Class "C" shares of Balmoral FX Systems Inc. (company former name) these shares carried 10:1 voting rights and 1:1 conversion rights any time after Nov. 17, 2010.

Whitehall Trust requested that the company convert 15,000,000 Preferred Class "C" and issued to 15,000,000 common free trading shares and 15,000,000 new Class "C" preferred shares of Amalgamated Gold & Silver Inc. with 10:1 voting rights and convertible to common shares on a 1:1 basis any time after Nov. 17, 2010.

The company has passed a corporate resolution and Treasury Order to fulfill the above request. Subsequently, the common shares of the company will be increased by 15,000,000 million to 15,666,792+or- issued and outstanding common shares and the Preferred Series "C" will be reduced to 15,000,000. The effective date for the conversion and issuance of the said shares is August 5, 2012.

See "Exhibit A"
Two Pages

The date of each amendment(s) adoption: September 4, 2012

Effective date if applicable: September 5, 2012

(no more than 90 days after amendment file date)

Adoption of Amendment(s)

(CHECK ONE)

- ☐ The amendment(s) was/were adopted 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.

Dated August 5, 2012

Signature _____

Garth Jensen

Chief Financial Officer and Director

"Exhibit A"

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AMALGAMATED GOLD AND SILVER, INC.**

The following provision of the Articles of Incorporation of Amalgamated Gold And Silver, Inc., a Florida corporation (the "Company"), filed in Tallahassee on November 13, 1992 as document number P2000004064 and pursuant to Sections 607.0704, 607.0725, 607.0726, 607.1001 and 607.1003 of the Florida Business Corporation Act, and as amended in November 2009 and June 2006, be and hereby amended as follows:

Article IV shall have the following amendments replacing Article IV Common Stock and Class C Preferred Stock in their entirety with the following:

Common Stock

On August 2, 2012 the company received FINRA approval to announce the Company name change to Amalgamated Gold And Silver, Inc. and a 50:1 reverse split of the Common Stock. Upon the effective date, August 1, 2012 the issued and outstanding common shares of the corporation will be 666,792 +or-.

On September 4, 2012 the Company issued a treasury order to issue 15,000,000 common share for receipt and cancellation of 15,000,000 class "C" Preferred shares convertible on a 1:1 basis.

Upon cancellation of the aforementioned class "C" shares and the issuance of 15,000,000 common shares the total issued and outstanding common shares of the Company will be 15,666,792 +or- shares.

Class C Preferred Stock

On September 4, 2012 the Company received Preferred Certificate # 004 issued to Whitehall Trust, November 17, 2009 for 30,000,000 Preferred Series "C" shares of Balmoral FX Systems Inc. (company former name) these shares carried 10:1 voting rights and 1:1 conversion rights after November 17, 2010.

Whitehall Trust requested that the Company convert and have issued 15,000,000 Preferred to 15,000,000 common free trading shares and issue 15,000,000 new Series "C" preferred shares of Amalgamated Gold And Silver Inc. with 10:1 voting rights and convertible to common shares on a 1:1 basis anytime after November 17, 2010.

The company has passed a corporate resolution and issued a Treasury Order to fulfill the above request. Susequently, the common shares of the company will be increased by 15,000,000 million shares and the Preferred Series "C" will be reduced to 15,000,000. The effective date for the conversion and issuance of the said shares is September 5, 2012.

Upon this conversion there remains 15,000,000 Class C preferred shares issued and outstanding with 10:1 voting rights and covertible to common shares on a 1:1 basis.

The Amendment of the Articles of Incorporation herein certified has been duly adopted by the unanimous written consent of the Company's Board of Directors, approving the amendment, in accordance with the Business Corporations Act of the State of Florida.

IN WITNESS WHEREOF, the Company has caused its corporate seal to be hereinto affixed and this Articles of Amendment of the Company's Articles of Incorporation, as amended, signed by Garth Jensen, its acting C.F.O., September 5, 2012, and affirm that the statements herein are true under penalties of of perjury.

Amalgamated Gold And Silver, Inc.