

FO7000004555

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

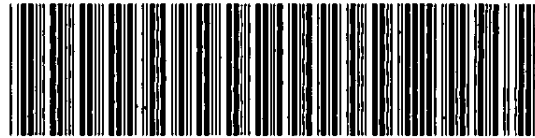
(Business Entity Name)

(Document Number)

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Special Instructions to Filing Officer:

Office Use Only



000120009980

03/31/08--01054--015 \*\*52.50

FILED  
08 APR 21 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NO  
Fees  
700  
4-22-08

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** VTEC INC OF Nevada  
(Name of Corporation)

**DOCUMENT NUMBER:** F07000004555

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Gonzalo Lage  
(Name of Contact Person)

United Consortium Ltd.  
(Firm/Company)

4901 NW 17th Way, Suite 405-A  
(Address)

Fort Lauderdale, FL 33309  
(City/State and Zip Code)

For further information concerning this matter, please call:

Gonzalo Lage at ( 954 ) 642-8806  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input type="checkbox"/> \$35.00 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" type="checkbox"/> \$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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 4, 2008

GONZALO LAGE  
4901 NW 17TH WAY, SUITE 405-A  
FORT LAUDERDALE, FL 33309

SUBJECT: VTEC INC OF NEVADA  
Ref. Number: F07000004555

We have received your document for VTEC INC OF NEVADA and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 908A00020036



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 11, 2008

GONZALO LAGE  
4901 NW 17TH WAY, SUITE 405-A  
FORT LAUDERDALE, FL 33309

SUBJECT: VTEC INC OF NEVADA  
Ref. Number: F07000004555

We have received your document for VTEC INC OF NEVADA and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 908A00020036

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F07000004555

(Document number of corporation (if known))

**FILED**  
**08 APR 21 AM 9:36**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

1. VTEC INC OF NEVADA

(Name of corporation as it appears on the records of the Department of State)

2. NV

(Incorporated under laws of)

3. 09/12/2007

(Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 2/11/2008

5. United Consortium Limited, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

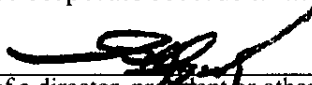
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
\_\_\_\_\_  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

**Gonzalo Lage**

(Typed or printed name of person signing)

**CEO**

(Title of person signing)

STATE OF NEVADA



**ROSS MILLER**  
*Secretary of State*

**SCOTT W. ANDERSON**  
*Deputy Secretary  
for Commercial Recordings*

OFFICE OF THE  
SECRETARY OF STATE

**Filing Acknowledgement**

February 11, 2008

**Job Number**  
C20080211-1943

**Corporation Number**  
C26993-1999

**Filing Description**

Amendment

**Document Filing  
Number**

20080096402-51

**Date/Time of Filing**

February 11, 2008 01:30:58  
PM

**Corporation Name**

UNITED CONSORTIUM, LTD.

**Resident Agent**

NEVADA AGENCY & TRUST COMPANY

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recordings Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature of Ross Miller in black ink.

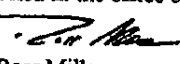
**ROSS MILLER**  
Secretary of State

Commercial Recording Division  
202 N. Carson Street  
Carson City, Nevada 89701-4069  
Telephone (775) 684-5708  
Fax (775) 684-7138



ROSS MILLER  
Secretary of State  
204 North Carson Street, Ste 1  
Carson City, Nevada 89701-4299  
(775) 684 5708  
Website: secretaryofstate.biz

**Certificate of Amendment**  
(PURSUANT TO NRS 78.385 AND 78.390)

|  |                      |
|--|----------------------|
| Filed in the office of   | Document Number      |
|  | 20080096402-51       |
| Ross Miller<br>Secretary of State<br>State of Nevada                               | Filing Date and Time |
|  | 02/11/2008 1:30 PM   |
|  | Entity Number        |
|  | C26993-1999          |

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

**1. Name of corporation:**

VTBC, INC.

**2. The articles have been amended as follows (provide article numbers, if available):**

Article 1 be changed so that it shall read "The name of the Corporation is United Consortium, Ltd."

**3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the\* articles of incorporation have voted in favor of the amendment is:** 84.5%

**4. Effective date of filing (optional):**

2/11/08

(must not be later than 90 days after the certificate is filed)

**5. Officer Signature (Required):**



\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State AM 78.385 Amended 2/07  
Revised on: 01/07/07

**VTEC, INC.**  
**CONSENT TO ACTION BY MAJORITY IN INTEREST**  
**IN LIEU OF SPECIAL MEETING OF STOCKHOLDERS**

The undersigned, being the owner of a majority of the voting power of the capital stock of VTEC, Inc. hereby executes this written consent to action in lieu of a formal meeting per. The undersigned hereby waives all requirements of notice, including notice of purpose and adopts the following resolutions as of February 11, 2008:

WHEREAS, the Board of Directors has recommended a Plan for amending the Articles of Incorporation, and amending the Articles of Incorporation, as set forth on the attached Articles of Amendment, including:

1. A change in the name of the corporation to "United Consortium, Ltd."

RESOLVED, that the name of the corporation be changed to "United Consortium, Ltd."

RESOLVED FURTHER, it is in the best interests of the corporation to engage in this resolution;



VTEC, INC.  
CONSENT TO ACTION BY MAJORITY IN INTEREST  
IN LIEU OF SPECIAL MEETING OF STOCKHOLDERS

The undersigned, being the owner of a majority of the voting power of the capital stock of VTEC, Inc. hereby executes this written consent to action in lieu of a formal meeting per. The undersigned hereby waives all requirements of notice, including notice of purpose and adopts the following resolutions as of February 11, 2008:

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1. A change in the name of the corporation to "United Consortium, Ltd."

RESOLVED, that the name of the corporation be changed to "United Consortium, Ltd."

RESOLVED FURTHER, it is in the best interests of the corporation to engage in this resolution;

RESOLVED FURTHER, that the officers of this corporation be and hereby are authorized, directed, and empowered to do any act necessary or desirable to effectuate the foregoing resolutions and to negotiate, execute, seal, acknowledge, deliver and/or file any documents, instruments, or other writings necessary or desirable to effectuate the foregoing resolutions, all such acts and writings being hereby ratified, confirmed, and adopted.

By: Julie Reiser  
Julie Reiser, (84.5% of voting)

2/11/08  
Date

STATE OF NEVADA



**ROSS MILLER**  
*Secretary of State*

**SCOTT W. ANDERSON**  
*Deputy Secretary  
for Commercial Recordings*

OFFICE OF THE  
SECRETARY OF STATE

UNITED CONSORTIUM LTD  
777 E ATLANTIC AVE STE C2-283  
DELRAY BEACH, FL 33483

February 11, 2008

**Job** C20080211-1943  
**Number:**

**Job Contents:**

|                                    |   |
|------------------------------------|---|
| NV Corp Filing Acknowledgement(s): | 1 |
| File Stamped Copy(s):              | 1 |

**Special Handling Instructions:**

1PSC VIA FEDEX TRK 8620-3501-8452 SAE 2-11-08

UNITED CONSORTIUM LTD  
777 E ATLANTIC AVE STE C2-283  
DELRAY BEACH, FL 33483