F11000002374

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SECRETARY OF STATE
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COVER LETTER

TO:	Amendment Section Division of Corporations	
SUBJ	JECT: SIN	MPLEPONS, INC.
		e of Corporation
DOC	UMENT NUMBER:	F11000002374
The en	nclosed Amendment and fee are sub	mitted for filing.
Please	e return all correspondence concerni	ng this matter to the following:
	JAMES M. SCHNEIDER, E Name of Contact Person	ESQ.
	SCHNEIDER WEINBERGE	R LLP
	2200 N.W. CORPORATE BLV Address	D., #210
	BOCA RATON, FL 3343 City/State and Zip Code	31
E	E-mail address: (to be used for future and	nual report notification)
For fu	orther information concerning this ma	atter, please call:
	JAMES M. SCHNEIDER, ESQ. Name of Contact Person	at (561) 362-9595 Area Code & Daytime Telephone Number
Enclo	sed is a check for the following amo	unt:
<u> </u>	\$35.00 Filing Fee \$43.75 Filing Fee Certificate of State	
Amendo Divisi P.O. E	ng Address: dment Section on of Corporations Box 6327 nassee, FL 32314	Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

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.)

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		SECTION I	gar.
	(1-3 MUS	ST BE COMPLETED)	2
	F11	000002374	
	(Document num	ber of corporation (if known)	全型 显 二
			SS
1		LEPONS, INC.	me T
	(Name of corporation as it appear	ars on the records of the Depa	rtment of State)
2	DELAWARE	2	<u> </u>
2	(Incorporated under laws of)	3 (Date auth	JUNE 6, 2011 'orized to do business in Florida)
	S	ECTION II	
		LY THE APPLICABLE CHA	NGES)
4. If the am	endment changes the name of the corpora	ntion, when was the chan	ge effected under the laws of
	liction of incorporation? NOVEMI		Be errored miner in in in in a
its jui isu	netion of meorporation:		
5	SIMPLEPON	IS OPERATIONS, INC	
(Name o appropr	SIMPLEPON f corporation after the amendment, adding iate abbreviation, if not contained in new	g suffix "corporation," "on the corporation of the corporation	company," or "incorporated," or)
	ame is unavailable in Florida, enter alterna in Florida)	ate corporate name adopt	ted for the purpose of transacting
6. If the am	endment changes the period of duration, i	indicate new period of du	ration.
		New duration)	
7. If the am	endment changes the jurisdiction of incor	poration, indicate new ju	risdiction.
	(Ne	ew jurisdiction)	
8. Attached 90 days r having co	is a certificate or document of similar imprior to delivery of the application to the Lustody of corporate records in the jurisdic	•	ndment, authenticated not more than he Secretary of State or other official nich it is incorporated.
	[)/J()oL		
(Si of	gnature of a director, president or other officer - it a receiver or other court appointed fiduciary, by t	f in the hands hat fiduciary)	
	BRIAN S. JOHN		PRESIDENT
	(Typed or printed name of person signing)		le of person signing)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT

COPY OF THE CERTIFICATE OF AMENDMENT OF "SIMPLEPONS, INC.",

CHANGING ITS NAME FROM "SIMPLEPONS, INC." TO "SIMPLEPONS

OPERATIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY

OF NOVEMBER, A.D. 2011, AT 4:19 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4937238 8100

111218159

Jeffrey W. Bullock, Secretary of State

AUTHENTY CATION: 9172988

DATE: 11-21-11

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State
Division of Corporations
Delivered 04:33 PM 11/21/2011
FILED 04:19 PM 11/21/2011
SRV 111218159 - 4937238 FILE

CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF SIMPLEPONS, INC. (A Delaware Cornoration)

Pursuant to Section 242 of the Delaware General Corporations Law, the undersigned, being the Chief Executive Officer of SimplePons, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify that the following resolutions were adopted by the Corporation's Board of Directors and its sole stockholder as hereinafter described:

RESOLVED: Paragraph FIRST of the Certificate of Incorporation of this Corporation is hereby amended by deleting the paragraph in its entirety and replacing it with the following:

The name of the Corporation is SimplePons Operations. Inc.

The foregoing resolution and this Certificate of Amendment were adopted by the Board of Directors of the Corporation pursuant to a written consent of the directors of the Corporation dated November 21, 2011 in accordance with Section 141 of the Delaware General Corporation Law, and by the written consent of the Corporation's sole stockholder on November 21, 2011 in accordance with Section 228 of the Delaware General Corporation Law

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of this Corporation, has executed this Certificate of Amendment to the Corporation's Certificate of Incorporation as of November 21, 2011.

SimplePons, Inc

Brian S. John, Chief Executive Officer