

F14000003408

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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AUG 28 2017
S. YOUNG

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17 AUG 24 PM 3:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: CHOOSE RAIN, INC
Name of Corporation

DOCUMENT NUMBER: F14000003408

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

LARRY CARRAN
Name of Contact Person

CHOOSE RAIN, INC
Firm/Company

105 PINE CREEK TRAIL
Address

DEMOND BEACH, FL
City/State and Zip Code

LARRY@CHOOSE-RAIN.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

LARRY CARRAN at (386) 451-9009
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$35.00 Filing Fee ☐ \$43.75 Filing Fee & Certificate of Status ☐ \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) ☒ \$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

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)

F14000003408
(Document number of corporation (if known))

1. CHOOSE RAIN, INC
(Name of corporation as it appears on the records of the Department of State)

2. NEVADA 3. 8/11/14
(Incorporated under laws of) (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? AUGUST 23, 2017

5. ROOSHINE, 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)

N/A
(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)

LARRY CURRAN
(Typed or printed name of person signing)

CEO
(Title of person signing)

FILED
17 AUG 24 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



BARBARA K. CEGAVSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov



090204

Certificate of Amendment

(PURSUANT TO NRS 78.385 AND 78.390)

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:

Choose Rain Inc.

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

Article 1- The name of the Corporation is:

Rooshine Inc.

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:

58,837

4. Effective date and time of filing: (optional) Date: Time:

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

5. Signature: (required)

X

Signature of Officer

*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 to limitations or restrictions on the voting power thereof.

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

This form must be accompanied by appropriate fees.

Nevada Secretary of State Amend Profit-After
Revised: 1-5-15

**UNANIMOUS WRITTEN CONSENT TO
ACTION WITHOUT A MEETING OF
THE BOARD OF DIRECTORS
OF
CHOOSE RAIN INC.
(A NEVADA CORPORATION)**

Acting pursuant to Nevada law, the undersigned, being all the directors of Choose Rain, Inc. ("Corporation" or "Company"), a corporation organized under the laws of Nevada, took the following actions by unanimous written consent without a meeting as allowed under the laws of the State of Nevada and Corporation's bylaws.

WHEREAS, the Directors of the Corporation have entered into an Exclusive License Agreement with Cloudburst Distribution Pty Ltd ("Cloudburst"), an Australian company, which Agreement includes a change in the product line of Choose Rain, Inc. to distilling Bespoke Spirits in Australia and the United States;

AND WHEREAS, the Directors of the Corporation believe it is the best interest of the Corporation to change the corporate name to Rooshine, Inc. to better reflect our current product and markets;

BE IT THEREFORE RESOLVED, that the appropriate officers of the Corporation are hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and deliver all such documents, schedules, instruments and certificates, to make such payments or perform all such acts and things, and to execute and deliver all such other documents as may be necessary from time to time in to carry out the intent and purpose of this resolution, that all of the acts and doings of any such officers that are consistent with the purpose of this resolution are hereby authorized, approved, ratified and confirmed in all respects. The Directors of the Corporation hereby authorize current management to effect the Name Change and Stock Symbol change with FINRA, DTCC, ClearTrust, the states of Nevada and Florida and any other entities requiring notification.

IN WITNESSITH HEREOF, the undersigned Director of Choose Rain, Inc. does hereby execute this Unanimous Written Consent to Action without a meeting to be effective as of August 22, 2017.

Dated as of this 22nd day of August, 2017

By: 

Name: Larry R. Curran

Title: Chairman and Sole Director

UNANIMOUS WRITTEN CONSENT TO ACTION WITHOUT A MEETING
OF THE MAJORITY SHAREHOLDERS OF

CHOOSE RAIN, INC.
(A Nevada Corporation)

We, the undersigned, being the holders of the majority of the shares of common stock, \$.001 par value (the "Common Stock") of Choose Rain, Inc., a Nevada corporation (the "Corporation"), which share ownerships represent approximately 58.83% of the 485,317,243 issued and outstanding shares of Common Stock, or a majority of the issued and outstanding voting power of the Corporation (the "Majority Shareholders"), do hereby adopt the following resolutions pursuant to applicable law, by signing our written consent to the following actions:


WHEREAS, the Directors of the Corporation have approved and submitted for the approval of stockholders a resolution authorizing a name change from Choose Rain, Inc. to Rooshine, Inc. to better reflect our current product and markets.

BE IT THEREFORE RESOLVED, that the Majority Shareholders hereby authorize and approve changing the corporate name to Rooshine, Inc.

BE IT FURTHER RESOLVED, that the appropriate officers of the Corporation are hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to execute and deliver all such documents, schedules, instruments and certificates, to make such payments or perform all such acts and things, and to execute and deliver all such other documents as may be necessary from time to time in to carry out the intent and purpose of this resolution, that all of the acts and doings of any such officers that are consistent with the purpose of this resolution are hereby authorized, approved, ratified and confirmed in all respects.

IN WITNESSITH HEREOF, the undersigned holders of a majority of the shares of Choose Rain, Inc. do hereby execute this Unanimous Written Consent to Action without a meeting to be effective as of August 16, 2017.

Gabriel's Ventures, LLC



Larry R. Curran, Manager
Holder of 170,180,000 shares of Common Stock

Leslie B. McCall, an Individual



Holder of 115,317,000 shares of Common Stock