

ND5000005068

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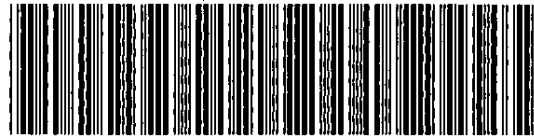
(Business Entity Name)

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08 MAY 27 PM 3:27

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Amend
@ 5/30/08

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: All in Social Club

DOCUMENT NUMBER: 05000005068

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

Please return all correspondence concerning this matter to the following:

Angela Amoriello
(Name of Contact Person)

(Firm/ Company)

9005 Old Pine Road
(Address)

Boca Raton, FL 33428
(City/ State and Zip Code)

For further information concerning this matter, please call:

_____ at (_____) _____
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 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

Articles of Amendment
to
Articles of Incorporation
of

All in Social Club, INC

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

N05000005068

(Document number of corporation (if known))

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
08 MAY 27 PM 3:24

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Authorize and direct the following new directors pursuant to Article III, Section 3 of the corporate bylaws

and to take any and all action necessary to implement the aforesaid appointments:

Grace Maiorono, 1853 NW 124th Way, Coral Springs, FL 33071

Joseph Scalici, 2701 Riverside Dr., Coral Springs, FL 33065

Angela Amoriello, 9005 Old Pine Road, Boca Raton, FL 33428

Further, Gregory Criss hereby resigns his office as Director and as President of the Corporation to become effective immediately.

The date of adoption of the amendment(s) was: May 14, 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature see attached
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

(Typed or printed name of person signing)

(Title of person signing)

FILING FEE: \$35

**CORPORATE AUTHORIZATION TO ALLOW ASSIGNMENT
AND RESIGNATION OF DIRECTORS AND OFFICERS**


Pursuant to the authority contained in Sections 617.0701, 617.0821, 617.0823 and 617.0807 of the Florida Statutes, the undersigned, being all of the directors of All in Social Club, Inc., a Florida Not-for-Profit corporation, do hereby take and adopt the following actions in writing, without meeting:

1. Approve of and consent to the sale of assets of The Twist Group, LLC which includes the assignment of rights conferred upon The Twist Group, LLC by All in Social Club, Inc. relating to the 10 year Exclusive Rights Contract between The Twist Group, LLC and All in Social Club, Inc. to provide equipment and staff for the furtherance of all social activities related to All in Social Club, Inc. to H and H Consulting Limited, Inc. provided for in that certain Agreement for Purchase and Sale between The Twist Group, LLC, Transferor, and H and H Consulting Limited, Inc., Transferee, dated May 8, 2008; and

2. Authorize and direct the appropriate officers to execute an assignment in accordance with said Agreement on behalf of the Corporation and to take any and all action necessary to implement the aforesaid transfer and assignment.

Further, David C. Paoli, Christina Smart and ~~Yousef Rashid~~ resign their offices as Directors and as Secretary, ~~Treasurer~~ and Vice-President of the Corporation to become effective closing day of the sale of assets and rights of The Twist Group, LLC to H and H Consulting Limited, Inc.

IN WITNESS WHEREOF, the undersigned directors have hereunto signed and sealed this instrument at Cape Coral, Florida, on May 8, 2008.



Gregory Criss Date 5/8/08
President/Director



David C. Paoli Date 5/8/08
Vice Pres/Director



Christina Smart Date 5/8/08
Treasurer/Director