

02/16/2009 11:08 FAX

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Division of Corporations

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

From:

Account Name : LEGALZOOM.COM INC.  
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GREEN-WORKS USA, INC.

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Amend  
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**COVER LETTER**

**TO: Amendment Section  
Division of Corporations**

**NAME OF CORPORATION: GREEN-WORKS USA, INC.**

**DOCUMENT NUMBER: N09000000976**

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

Please return all correspondence concerning this matter to the following:

Tony Burroughs

(Name of Contact Person)

Legatzoom.com, Inc.

(Firm/ Company)

7083 Hollywood Blvd., Suite 180

(Address)

Los Angeles, CA 90028

(City/ State and Zip Code)

For further information concerning this matter, please call:

Tony Burroughs

(Name of Contact Person)

at ( 323 ) 962-8600

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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**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 32399

**Articles of Amendment  
to  
Articles of Incorporation  
of**

**GREEN-WORKS USA, INC.**

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

**N09000000976**

(Document number of corporation (if known))

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)**

**Article III. Please see attachment**

(Attach additional pages if necessary)  
(continued)

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 FEB 16 PM 3:53

H09000021187 3

**Attachment to  
Articles of Incorporation of  
GREEN-WORKS USA, INC..**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to transform waste (materials, labor & resources) into value. Sharing knowledge of this benefit in order to repair and maintain a greener earth.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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The date of adoption of the amendment(s) was 02/11/2009

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 \_\_\_\_\_



(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.)

Jeffrey Frazier

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE: \$35**