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Amended
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PLATINUM KEY INC

DOCUMENT NUMBER: P00000015358

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

Please return all correspondence concerning this matter to the following:

LINDA

(Name of Contact Person)

Platinum Key Inc

(Firm/ Company)

99 George King Blvd.

(Address)

Cape Canaveral, FL 32869

(City/ State and Zip Code)

For further information concerning this matter, please call:

LINDA

(Name of Contact Person)

at (321) 799 2801

(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
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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

PLATINUM KEY INC

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P00000015358

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

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

Article 5 - Section 5.1 of the Amended and Restated Articles filed December 7, 2006

Section 5.1 shall be stricken in its entirety and rewritten to read as follows:

The Common stock of the Corporation shall be decreased from 1 Billion shares to 25 million shares with a Par Value of \$.001

Further; Section 5.1 (b) shall be amended to read as follows:

The Corporation shall be authorized to issue Class A series Preferred with a Par Value of \$.001 per the attached Amended Certificate of Designation.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: August 7, 2007

Effective date if applicable: August 7, 2007
(no more than 90 days after amendment file date)

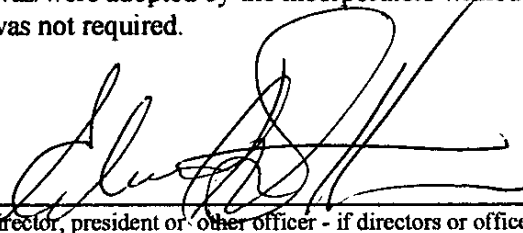
Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by
_____"
(voting group)

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signature


(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

EDWARD M. SEBASTIAN

(Typed or printed name of person signing)

PRESIDENT and CEO

(Title of person signing)

FILING FEE: \$35

**UNANIMOUS WRITTEN CONSENT
TO THE ACTION OF THE
BOARD OF DIRECTORS
OF
PLATINUM KEY INC.
and Shareholder Consent**

Pursuant to the Florida Business Corporation Act the following actions are taken by the Board of Directors (Board) of PLATINUM KEY INC. ("Company") by unanimous written action, as if a meeting of the Board of Directors had been properly called pursuant to notice and all directors were present and voting in favor of such action.

RESOLVED, the Board of Directors in anticipation of an Amended PPM and a SB-2 registration statement "going effective" authorizes, approves and ratifies the Company decreasing the authorized common shares from 1 Billion common shares to 25 Million with a per share Par Value of \$.001. The Board further ratifies, approves, confirms, and adopts all actions taken, and activities, actions and conduct of the directors, officers, and agents of Company, in connection with or related to said increase in authorized common shares and further the officers or its agents shall direct the officers and directors to note its books and records accordingly.

RESOLVED, the Board of Directors on behalf of Company hereby ratify, approve, confirm, and adopt all action taken, and activities and conduct of the promoters, consultants, directors, officers, and agents of Company, in connection with or related to Company or its affiliates from and after July 30, 2007.

RESOLVED, the Board of Directors on behalf of Company hereby ratify, approve, confirm and authorize that the effective date of this Board action shall be from and after August 7, 2007.

RESOLVED, that this Board Action may be executed simultaneously, or in one or more counter-parts or by facsimile, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

The undersigned certify that they constitute the Board of Directors of the Corporation.
Executed and Dated as of the 7th day of August 2007.

By: _____

Edward M. Sebastian, Director

By: _____

Daniel J. DelSonno, Director

SHAREHOLDER CONSENT

The undersigned representing all of the Shareholders of Company hereby consent to the foregoing Resolutions on this 7th day of August 2007.

By: _____

Edward M. Sebastian, 50%
shareholder (100 mill shares)

By: _____

Daniel J. DelSonno, 50%
Shareholder (100 mill shares)

AMENDED
CERTIFICATE OF DESIGNATION, NUMBER, POWERS
PREFERENCES AND RELATIVE, PARTICIPATING
OPTIONAL, AND OTHER SPECIAL RIGHTS AND THE
QUALIFICATIONS, LIMITATIONS, RESTRICTIONS, AND
OTHER DISTINGUISHING CHARACTERISTICS OF
SERIES A PREFERRED STOCK
OF
PLATINUM KEY INC.

The below-signed officers, directors and shareholders of Platinum Key Inc. herein certify as follows:

1. The name of the corporation (hereinafter called the "Corporation") is **PLATINUM KEY INC.**

2. The Amended and Restated Articles of Corporation duly adopted and filed with the Florida Secretary of State on December 7, 2006 and a Board of Directors resolution duly adopted on June 15, 2007 authorizes issuance of 10,000,000 shares of Preferred Stock Series A with a Par Value of \$.001 and expressly vests in the Board of Directors of the Corporation the authority provided therein to issue any or all of said shares and by resolution or resolutions, the designation, number, full or limited voting powers, or the denial of voting powers, preferences and relative participating, optional, and other special rights and the qualifications, limitations, restrictions, and other distinguishing characteristics of each series to be issued.

3. The Board of Directors of the Corporation, pursuant to the authority expressly vested in it as aforesaid and a further resolution of the Board dated August 7, 2007, has adopted the following resolutions amending the Series A issue of Preferred Stock as follows:

RESOLVED, that the Series A Preferred shall, at the option of the holder thereof, at any time and from time to time, be convertible into that number of fully paid and non-assessable shares of the Common Stock of the Corporation, in an amount of One (1) common shares for each One (1) share of Series A Preferred Stock being converted. The conversion right of the holders of Series A Preferred Stock shall be exercised by the surrender of the certificates representing shares to be converted to the Corporation or its Transfer Agent for the Series A Preferred, accompanied by written notice electing conversion. Immediately prior to the close of business on the date the Corporation receives written notice of conversion, each converting holder of Series A Preferred shall be deemed to be the holder of record of Common Stock issuable upon conversion of such holder's Series A Preferred notwithstanding

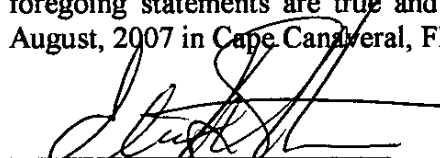
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that the share register of the Corporation shall then be closed or that certificates representing such common stock shall not then be actually delivered to such person.

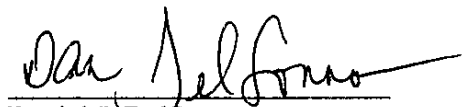
FURTHER RESOLVED, that the statements contained in the foregoing resolution amending the conversion of the said Series A Preferred Stock shall, upon the effective date of said Series, be deemed to be included in and be a part of the certificate or incorporation of the Corporation.

FURTHER RESOLVED, that all other powers, preferences and relative, optional, participating, and other special rights and the qualifications, limitations, restrictions, and other distinguishing characteristics of the Series A Preferred shall remain unchanged and in full force and effect,

The undersigned, representing the unanimous written consent of the Board of Directors, and Shareholders certify, under penalty of perjury, that the foregoing statements are true and accurate. So attested this 7th day of August, 2007 in Cape Canaveral, Florida:



Edward M. Sebastian
50% shareholder
President and Director



Daniel J. DelSonno
50% shareholder and
Chief Operating Officer and Director