

P00000052345

Lazy Grocer, Inc.
(Requestor's Name)

2157 Lincoln Street
(Address)

Suite 410
(Address)

Salt Lake City, UT 84106
(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

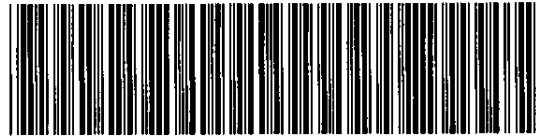
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Amend

09/22/08--01004--015 **1243.75

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08 SEP 22 AM 11:58
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2008 OCT 27 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ASR
10/29/08

00167
X 00789, 00689, 00524, 02544, 00706, 02976, 00671



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 22, 2008

LazyGrocer.com, Inc.
2157 Lincoln Street
Suite 410
Salt Lake City, UT 84106

SUBJECT: LAZYGROCER.COM, INC.
Ref. Number: P00000052345

We have received your document for LAZYGROCER.COM, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L00000015887.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Regulatory Specialist II

Letter Number: 308A00051041

RECEIVED

2008 OCT -8 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 8, 2008

LazyGrocer.com, Inc.
2157 Lincoln Street
Suite 410
Salt Lake City, UT 84106

SUBJECT: LAZYGROCER.COM, INC.
Ref. Number: P00000052345

We have received your document for LAZYGROCER.COM, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

You failed to make the correction(s) requested in our previous letter.

Please fill out the enclosed amendment form.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey
Regulatory Specialist II

Letter Number: 508A00053118

2008 OCT 27 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: LAZYGROCER.COM, INC. +

DOCUMENT NUMBER: P00000052345 +

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

Please return all correspondence concerning this matter to the following:

Greg L. Popp
(Name of Contact Person)

LZG Holdings, Inc.
(Firm/ Company)

2157 Lincoln St., Suite 410
(Address)

Salt Lake City, UT 84106
(City/ State and Zip Code)

For further information concerning this matter, please call:

Greg L. Popp at (801) 323-2395
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
LAZYGROCER.COM, INC.**

FILED
2008 OCT 27 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: Article I is deleted in its entirety and amended to read:

ARTICLE I

The name of the corporation is LZG Holdings, Inc.

SECOND: Article IV is deleted in its entirety and amended to read:

ARTICLE IV

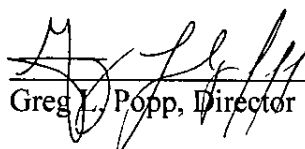
The maximum number of shares this Corporation is authorized to issue is:

- (i) 100,000,000 shares of common stock with \$.001 par value per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.
- (ii) 20,000,000 shares of preferred stock with \$.001 par value in five (5) series, and the Board of Directors is authorized to establish the number of shares to be included in each series and the preferences, rights of conversion, limitations and other relative rights of each series.

THIRD: This amendment was adopted on August 5, 2008.

FOURTH: The shareholders approved the amendments and the number of votes cast for the amendment by the shareholders was sufficient for approval.

The undersigned constitute all the Board of Directors of
LG HOLDINGS, INC.



Greg L. Popp, Director