

P00000052345

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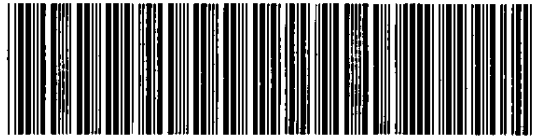
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*None Alayed*  
*Amend*

08/28/09--01010--011 \*\*35.00

2009 AUG 28 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

AJR  
8/31/09

**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:

April Erickson

Name of Contact Person

Firm/ Company

2157 Lincoln Street

Address

Salt Lake City, UT 84106

City/ State and Zip Code

quoyahh@hotmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

April Erickson

Name of Contact Person

at ( 801 )

323-2395

Area Code & Daytime Telephone Number

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

☒ \$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  
LAZYGROCER.COM, INC.

FILED  
2009 AUG 28 PM 4:03  
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 International, 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  
LZG INTERNATIONAL, INC.

  
\_\_\_\_\_  
Greg L. Popp, Director

MINUTES OF A MEETING OF THE SHAREHOLDERS  
OF LAZYGROCER.COM, INC.  
HELD WITHOUT NOTICE AND WITH WRITTEN CONSENT  
IN LIEU OF A SPECIAL MEETING OF THE SHAREHOLDERS  
OF LG HOLDINGS, INC.

A meeting of the shareholders of Lazygrocer.com was held without notice and by consent of a majority of the shares issued and outstanding of Lazygrocer.com on the 5<sup>th</sup> day of August, 2008 at the hour of 10:00 a.m. Mountain Daylight Time. On the day of the meeting, there were 50,000,000 common shares issued and outstanding, of which 31,661,999 were represented in person or by proxy and voted unanimously to adopt the following resolutions:

It was agreed that Greg L. Popp serve as Chairman of the meeting.

RESOLVED, that Greg L. Popp and L. Lee Perry be and the same are hereby elected as the directors of the Company to serve until their successors have been duly elected and qualified; and

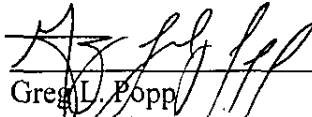
RESOLVED, that the Company amend Article 1 and Article 4 of its Articles of Incorporation to wit:

Article 1, to change the name to LZG International, Inc.; and

Article 4, to increase the authorized common shares from 50,000,000 shares to 100,000,000 shares

RESOLVED, that the Company's current issued and outstanding shares consisting of 50,000,000 common shares be subject to a reverse split on a 200 for 1 basis, the reverse split to be effective on August 25, 2008; provided however, that no shareholder shall be held with less than 100 shares.

There being no further business in front of the meeting, the same was duly adjourned.

  
\_\_\_\_\_  
Greg L. Popp  
Shareholder Representative