

PD0000055/20

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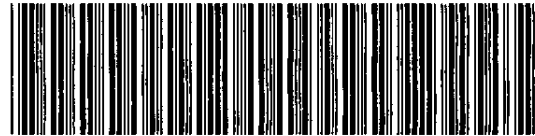
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
S2
3-6-13

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

**AZIA CORP.
(A Florida Corporation)
Document Number P00000055120**

FILED
13 MAR -5 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment to Articles of Incorporation are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1006, Florida Statutes. Pursuant thereto, AZIA Corp. (the "Corporation"), hereby adopts the following amendment to its Articles of Incorporation

ARTICLE I

The name of the Corporation is:

AZIA Corp.

ARTICLE II

Article III of the Corporation's Articles of Incorporation shall be amended to read in its entirety as follows:

The aggregate number of shares of all classes that the Corporation shall have the authority to issue is One Hundred Twenty-Five Million (125,000,000) shares, of which all One Hundred Twenty-Five Million (125,000,000) shares shall have a par value of \$0.001 and shall be designated as "Common Shares". Each Common Share shall entitle the holder thereof to one vote. No holder of Common Shares shall be entitled to any right of cumulative voting. There shall be no authorization hereunder for the Corporation to issue any class of preferred shares.

ARTICLE III

Article IV of the Corporation's Articles of Incorporation shall be amended to read in its entirety as follows:

The registered agent and street address of the registered office of the Corporation is:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

ARTICLE IV

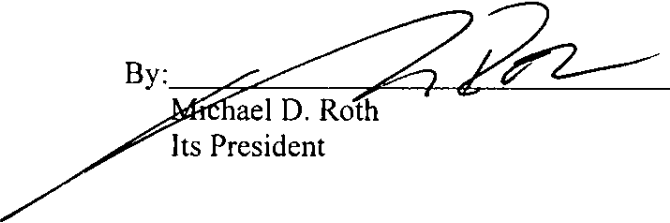
This amendment was adopted as of August 7, 2012, and is to become effective on the date these Articles of Amendment to Articles of Incorporation are filed with the Florida Department of State.

ARTICLE V

This amendment was adopted by the director of the Corporation without shareholder approval. This amendment shall effectuate a reduction in authorized shares of the Common Shares of the Corporation from Six Hundred Ninety-Nine Million Nine Hundred Ninety-Nine Thousand Nine Hundred Ninety-Nine (699,999,999) shares to One Hundred Twenty-Five Million (125,000,000) shares. This amendment shall effectuate a reduction in authorized shares of the Preferred Shares of the Corporation, all of which have been designated as "Class A Convertible Preferred Stock", from One (1) share to Zero (0) shares. Shareholder approval was not required to adopt these amendments as no shares of the Preferred Shares of the Corporation have been issued and in accordance with sections 607.0631 and 607.1002 Florida Statutes.

IN WITNESS WHEREOF, the following has executed and delivered these Articles of Amendment to Articles of Incorporation as of the 7th day of August, 2012.

AZIA Corp.
a Florida corporation

By: 
Michael D. Roth
Its President