

PO1000000989

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(City/State/Zip/Phone #)

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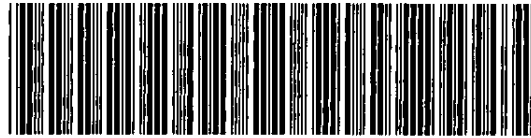


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend + K/C

TB

1-9-09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Inflot Holdings Corp ☐

DOCUMENT NUMBER: P01000000989 ☐

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

Please return all correspondence concerning this matter to the following:

John Rizzo
(Name of Contact Person)

Inflot Holdings Corp.
(Firm/ Company)

20423 State Rd. #7 Suite F6-490
(Address)

Boca Raton, FL 33498
(City/ State and Zip Code)

For further information concerning this matter, please call:

John Rizzo at (561) 909-0139
(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 checked="" 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

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove
			<input type="checkbox"/> Add
			<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Article 1- THE NAME OF THE CORPORATION SHALL BE "ITRACKR TECHNOLOGIES, INC"

F. If an amendment provides for an 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)

The date of each amendment(s) adoption: 12/29/08

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 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.

Dated 12/29/08

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)

John Rizzo

(Typed or printed name of person signing)

CEO/Chairman

(Title of person signing)

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF BOARD OF DIRECTORS OF INFLOT HOLDINGS CORP.**

Action by directors without a meeting

A Florida Corporation

APPROVAL OF NAME CHANGE AND REVERSE STOCK SPLIT

The undersigned, being the sole director of INFLOT HOLDINGS CORP. (IFLT), a Florida corporation (the "Corporation"), hereby consents to and adopts the following resolutions pursuant to the provisions of Florida Statutes.

WHEREAS, the board of directors of this Company deem it to be desirable and in the best interests of the company to seek shareholder approval to amend the Articles of Incorporation to change the name of the Corporation to iTrackr Technologies, Inc., and;

WHEREAS, the board of directors of this Company deem it to be desirable and in the best interests of the company to restructure its stock to bring the value per share to one dollar (\$1.00) through a 500 to 1 reverse stock split of the corporation's common stock for all share holders of record as of January 19, 2009 and that all resulting fractional shares shall be rounded up to one (1) full share.

BE IT FURTHER RESOLVED, that the officers of the Corporation, acting singly, and for the behalf of the corporation, are hereby authorized to execute any and all documents and perform any and all acts that they, in their sole discretion, deem necessary or appropriate to affect the aforesaid resolution, on December 29, 2008.

RATIFICATION OF PAST ACTIONS

FURTHER RESOLVED, that all actions approved and adopted by the board of directors on behalf of the Company and all actions taken by the Company's officers and agents on behalf of the Company at the request of the board of directors since the date of the Company's organization until the date hereof be, and they hereby are, ratified and approved.

INDEMNIFICATION

FURTHER RESOLVED, the Company is aware that insofar as indemnification for liabilities arising under the Securities Act may be permitted to the directors, officers and controlling persons of the Company pursuant to the foregoing provisions, or otherwise, the Company has been advised that in the opinion of the Securities and Exchange Commission such indemnification is against public policy and is therefore unenforceable.

Notwithstanding the position of the SEC the Company resolves that, to the fullest extent permitted by law, the liability of managing members and officers shall be limited and no managing member or officer of the Company shall have any liability to the Company or its shareholders for monetary damages.

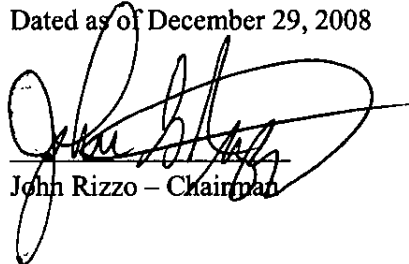
OMNIBUS RESOLUTIONS.

RESOLVED, that the officers of this company are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this company.

This Unanimous Written Consent may be executed in one or more counterparts, each of which shall be an original and all of which together shall be one and the same instrument. It is hereby certified by the undersigned that the foregoing resolutions were duly passed by the board of directors of the above-named Company on the 29th day of December, 2008, in accordance with the Articles of Incorporation and Bylaws, as amended of the Company that the said resolution has been duly recorded in the Minute Book and is in full force and effect.

Dated as of December 29, 2008

A handwritten signature in black ink, appearing to read "John Rizzo", is written over a horizontal line. The signature is stylized with a large loop at the end.

John Rizzo – Chairman

**ACTION BY CONSENT OF THE SHAREHOLDERS OF INFLOT
HOLDINGS CORP., A FLORIDA CORPORATION**

The undersigned, being the majority shareholder of INFLOT HOLDINGS CORP., a Florida corporation (the "Corporation"), hereby consents to the following actions and instructs the Secretary of the Corporation to enter this consent into the minutes of the proceedings of the Shareholders of the Corporation.

On December 29, 2008, the Board of Directors approved the following proposal:
To change the name of the Corporation to "*iTrackr Technologies, Inc.* and effectuate a reverse stock split.

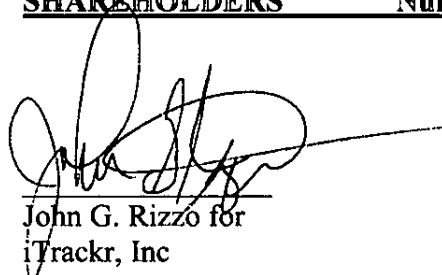
Of those present the votes were unanimous in favor of the following proposals:

Vote on Proposal 1 that the Articles of Incorporation be amended to change the name of the Corporation to iTrackr Technologies, Inc

Effectuate a reverse stock spilt of the Company's common stock.

Dated this 29th day of December, 2008

Shares outstanding: 42,000,000

<u>SHAREHOLDERS</u>	<u>Number of Shares</u>	<u>Percentage</u>
 John G. Rizzo for iTrackr, Inc	33,400,000	79.5%