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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ADR
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Baytowne International Group Inc

DOCUMENT NUMBER: P02000009615

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

Please return all correspondence concerning this matter to the following:

Kennetha J. Eikelberg

(Name of Contact Person)

Baytowne International Group Inc

(Firm/ Company)

5454 Baytowne Place

(Address)

Oviedo, Florida 32765

(City/ State and Zip Code)

For further information concerning this matter, please call:

Kennetha J. Eikelberg

(Name of Contact Person)

at (407) 657-0079

(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
(Additional copy is
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☒ \$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

FILED

06 APR 18 PM 12:33

Baytowne International Group Inc

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P02000009615

(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 IV - Increase in Capital Structure and Shareholder Base - see attached
document

(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)

See attached document

(continued)

The date of each amendment(s) adoption: April 10, 2006

Effective date if applicable: April 10, 2008
(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

4/10/06
(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)

Kenneth J. Eikelberg
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35

Baytowne International Group Incorporated



Amendment to Articles of Incorporation for Baytowne International Group Document Number
P02000009615

Article IV - Capital Structure - Increase in Capital Structure and Shareholders

A resolution to adopt the amendment of Article IV - Capital Structure, of the original Articles of Incorporation dated January 15, 2002 was approved by both shareholders and Board Members Kennetha J. Eikelberg and David W. Eikelberg on this 10th day of April 2006. The revision to this article shall read as follows:

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 15,000,000 (fifteen million) shares of common stock. An initial issuance of stock in the amount of 5,000,000 (five million) shares of common stock were issued to the following entities:

Kennetha J. Eikelberg - 2,000,000 (two million) shares (restricted for 18 months)
David W. Eikelberg - 2,000,000 (two million) shares (restricted for 18 months)
Ashly W. Eikelberg - 250,000 (two-hundred fifty thousand) shares (non-restricted)

90,000 (ninety thousand) non-restricted shares cert in the name of ATLANTIC EQUITIES GROUP
80,000 (eighty thousand) non-restricted shares cert in the name of ATLANTIC EQUITIES GROUP
330,000 (three-hundred thirty thousand) non-restricted shares cert in the name of ATLANTIC EQUITIES GROUP
Totaling: 500,000 (five-hundred thousand) total

125,000 (one-hundred twenty-five thousand) non-restricted shares cert in the name of TPC PARTNER
125,000 (one-hundred twenty-five thousand) non-restricted shares cert in the name of TPC PARTNER
Totaling: 250,000 total

The remainder balance of 10,000,000 (ten million) shares of common stock are to be held in reserve for the purpose of capital fund raising through a Subscription Agreement and will be issued and approved by the board of directors.

Baytowne has issued a Subscription Agreement dated December 5, 2005 for the first round of funding. This Subscription Agreement is for one year from date of execution of this agreement. The shares purchased through this Subscription Agreement will have a value of a minimum of €1,00 or greater dependent upon the final negotiations with the Subscriber and the Issuer (Baytowne).

Each subscriber will be issued a certificate representing the amount of shares through Transfer Online Inc. These certificates will have the markings of Reg S type of security. The shares will be "Free Trading" with no restrictions under Rule 901 through 904 of the Securities and Exchanges rules. The shareholder must register his or her stock with Neelmeyer Bankhaus to meet the requirements of the Deutsch Boerse Stock exchange requirements for publicly traded companies. The shares will be electronically entered through Clearstream banking system to allow for the recording of the increase in shareholder base.

Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock will be paid in cash and have all the same level of rights and dividends as previously held stockholders. All stock when issued shall be paid for in full and shall be non-assessable.

*5454 Baytowne Place
Orlando, Florida 32765*

*407-657-0079 office 321-249-0200 fax 407-252-9147 mobile
Email: keikelberg@afl.vv.com*