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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

**TO: Amendment Section**  
**Division of Corporations**

**NAME OF CORPORATION:** POKERBOOK GAMING CORPORATION

**DOCUMENT NUMBER:** P02000054760

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

Please return all correspondence concerning this matter to the following:

CLIFFE BODDEN

(Name of Contact Person)

POKERBOOK GAMING CORPORATION

(Firm/ Company)

2731 SILVER STAR ROAD, SUITE 100

(Address)

ORLANDO, FLORIDA 32808-3935

(City/ State and Zip Code)

For further information concerning this matter, please call:

JACK E. OWENS

(Name of Contact Person)

at ( 407 ) 522-7201

(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  
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

POKERBOOK GAMING CORPORATION

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

**FILED**  
07 MAR -9 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P02000054760

(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):**

SILVER STAR CAPITAL HOLDINGS, INC.

(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: AMEND THE NUMBER OF SHARES THE CORPORATION IS

AUTHORIZED TO ISSUES FROM 100,000,000 TO 50,000,000

THE CORPORATION HAS DECLARED A 1 FOR 50 STOCK SPLIT OF THE  
CORPORATION'S ISSUED AND OUTSTANDING COMMON STOCK, WHEREBY  
THE CORPORATION SHALL ISSUE 1 NEW SHARE OF COMMON STOCK  
FOR EACH 50 SHARES CURRENTLY ISSUED AND OUTSTANDING.

(SEE ADDITIONAL PAGE)

(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)

1 FOR 50 STOCK SPLIT APPROVED BY MAJORITY SHAREHOLDER VOTE

IN A SPECIAL MEETING OF THE SHAREHOLDERS OF THE

CORPORATION HELD ON FEBRUARY 7, 2007 (MINUTES ATTACHED)

(continued)

The date of each amendment(s) adoption: FEBRUARY 7, 2007

Effective date if applicable: \_\_\_\_\_  
(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.

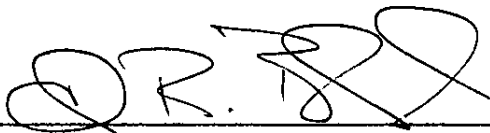
☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"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

  
(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)

CLIFFE R. BODDEN

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

**FILING FEE: \$35**

**OTHER CORPORATE ACTIONS:**

**1. Elections and Resignation of Directors:**

Resignations –

<u>Name</u>	<u>Address</u>
Horace S. Johnson	2731 Silver Star Road Suite 100 Orlando, Florida 32808

Elections –

<u>Name</u>	<u>Address</u>
Cliffe R. Bodden	2731 Silver Star Road Suite 100 Orlando, Florida 32808

**2. Change of Corporate Officers:**

<u>Name</u>	<u>Title</u>	<u>Address</u>
Cliffe R. Bodden	President	2731 Silver Star Road Suite 100 Orlando, Florida 32808
Jack E. Owens	Treasurer	2731 Silver Star Road Suite 100 Orlando, Florida 32808
Howard A. Spiegel	Secretary	2731 Silver Star Road Suite 100 Orlando, Florida 32808

Note: Minutes of Meetings Attached.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS  
OF  
POKERBOOK GAMING CORP

Minutes of a Meeting of the Board of Directors of PokerBook Gaming Corp. duly called and held on February 6, 2007 at 2731 Silver Star Road, Orlando, Florida 32808, commencing at 3:00 p.m.

The following directors were present in person and constituted a quorum.

Jack E. Owens  
H. Steven Johnson, III

Mr. Owens acted as Chairman and called the Meeting to order and announced that the Meeting was being held pursuant to written waiver and consent to the holding of the Meeting. The waiver and consent were presented to this Meeting and upon motion duly made, seconded and unanimously carried was made part of the Minutes, and inserted in the Minute Book immediately proceeding these Minutes of Meeting.

WHEREAS, it is deemed desirable and in the best interest of this corporation that the following actions be taken by the Directors of this corporation pursuant to the following Resolutions,

NOW THEREFORE, BE IT RESOLVED that, pursuant to applicable law, the undersigned, being all of the Directors of this corporation, hereby consent to, approve, and adopt the following:

APPOINTMENT OF OFFICERS.

RESOLVED, that the following persons are elected to the offices indicated next to their names to serve until their successors shall be duly elected, unless he or she resigns, is removed from office or is otherwise disqualified from serving as an officer of this corporation, to take their respective offices immediately upon such appointment:

Office: Name:

President	Cliffe R. Bodden
Treasurer	Jack E. Owens
Secretary	Howard A. Speigel, Esq.

DECREASE AUTHORIZED NUMBER OF SHARES.

RESOLVED, that it is deemed advisable and in the best interests of this corporation and its shareholders to decrease this corporation's authorized number of shares from 100,000,000 to 50,000,000.

STOCK SPLIT.

RESOLVED, that it is deemed advisable and in the best interests of this corporation and its shareholders to declare a 1 for 50 reverse stock split of this corporation's Common Stock in which 1 new share of Common Stock of this corporation will be issued for each 50 shares of issued and outstanding Common Stock, AND THAT to avoid the expense and inconvenience of issuing fractional shares in connection with the reverse stock split, the corporation will round any fractional shares that result from the reverse stock split up to the next whole share.

#### APPOINTMENT OF ATTORNEY.

WHEREAS, the corporation requires the services of an attorney-at-law for its general legal affairs, be it:

RESOLVED, that the corporation, for its general legal affairs, appoints the law firm of Howard A. Speigel, P.A. as its general counsel; such appointment being further to the terms as set forth in the standard terms of engagement at the rates which are customarily charged by said law firm AND THAT in lieu of a cash retainer, the corporation shall issue for the benefit of Howard A. Speigel, Two Hundred Thousand (200,000) shares of its Common Stock.

#### APPOINTMENT OF ACCOUNTANTS.

WHEREAS, the corporation requires the services of certified public accountants, be it:

RESOLVED, that the corporation, appoints the accounting firm of Jack E. Owens & Company, P.A. as its certified public accountants; such appointment being further to the terms as set forth in the standard terms of engagement at the rates which are customarily charged by said certified public accountants AND THAT in respect of a cash retainer, the corporation shall issue for the benefit of Jack E. Owens, Five Hundred Thousand (500,000) shares of its Common Stock.

#### APPOINTMENT OF CONSULTANT.

WHEREAS, the company requires professional experience in the area of corporate finance, be it:

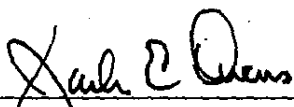
RESOLVED, to retain William J. Sears as a professional consultant for the above-stated purposes and that the terms of the engagement shall be in accordance with the consulting agreement annexed hereto.

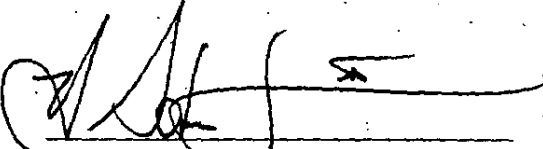
#### OTHER.

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

RESOLVED, that any acts and deeds undertaken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the powers conferred thereby are hereby ratified, confirmed and approved as acts and deeds of the corporation.

It is hereby certified by the undersigned that the above-referenced resolutions were duly passed by the Board of Directors of the corporation on the 6th day of February, 2007, in accordance with the By-Laws and Articles of Incorporation of the corporation and the laws and by-laws governing the corporation and that the said resolutions have been duly recorded in the Minute Book and is in full force and effect.

  
\_\_\_\_\_  
Jack E. Owens  
Director

  
\_\_\_\_\_  
H. Steven Johnson, III  
Director



POKERBOOK GAMING CORP  
2731 SILVER STAR ROAD, ORLANDO, FLORIDA 32808  
T: (407) 522-7201 • F: (407) 295-0421

PokerBook Gaming Corp  
2731 Silver Star Road  
Suite 100  
Orlando, Florida 32808

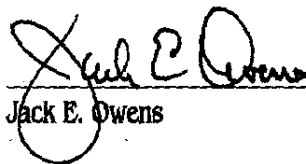
February 6, 2007

Dear Sirs:

RE: WAIVER OF NOTICE OF MEETING OF THE DIRECTORS

The undersigned director of PokerBook Gaming Corp hereby waives proper notice of the meeting of directors held on 6th February, 2007, commencing at 3:00 p.m.

Yours faithfully,



Jack E. Owens

POKERBOOK GAMING CORP  
2731 SILVER STAR ROAD, ORLANDO, FLORIDA 32808  
T: (407) 522-7201 • F: (407) 295-0421

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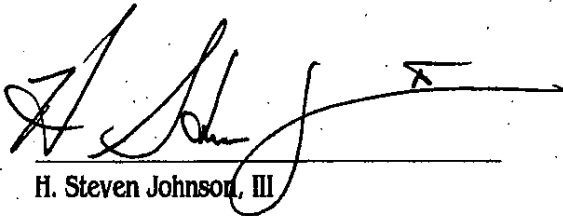
February 6, 2007

Dear Sirs:

RE: WAIVER OF NOTICE OF MEETING OF THE DIRECTORS

The undersigned director of PokerBook Gaming Corp hereby waives proper notice of the meeting of directors held on 6th February, 2007, commencing at 3:00 p.m.

Yours faithfully,



H. Steven Johnson, III

MINUTES OF A SPECIAL MEETING OF THE SHAREHOLDERS  
OF  
POKERBOOK GAMING CORP

The Shareholders of PokerBook Gaming Corp attended a Special Meeting of the Shareholders at 2731 Silver Star Road, Suite 100, Orlando, Florida 32808 on February 7, 2007 at 3:00 p.m.

The Shareholder present waived notice of the Meeting.

The Shareholder present at the Meeting in person or by proxy, representing 50,000,000 shares of the common stock with voting rights of the corporation.

Name	Number of Shares
Silver Star Capital Investors, LLC	50,000,000

The number of issued shares of common stock with voting rights held by the identified shareholder exceeded 32,474,150 shares and the total number of shares of common stock issued and outstanding was 64,948,300, therefore the attending shareholder represented a majority of the issued and outstanding shares of common stock with voting rights.

Jack E. Owens, a director of the corporation, was in attendance and acted as Chairman of the Meeting.

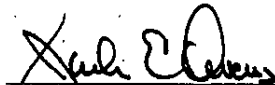
The Chairman called the Meeting to order and announced that the Meeting was held pursuant to written waiver of notice and consent to the holding of the Meeting. The waiver and consent were presented to this Meeting and upon motion duly made, seconded and unanimously carried was made part of the records and inserted in the Minute Book immediately proceeding the Minutes of this Meeting.

The undersigned, being the majority shareholder of the corporation, hereby sign the following resolutions:

RESOLVED THAT:

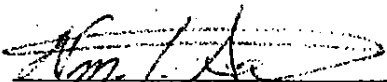
1. The acts of the Board of Directors since the last annual meeting of shareholders are approved and ratified.
2. Cliffe R. Bodden is elected as a director of the corporation to serve until the next annual meeting of the shareholders and until his successor were duly elected and qualified.
3. Jack E. Owens continue to serve as a director of the corporation.
4. H. Steven Johnson, III is removed as a director of the corporation.

5. The corporation shall change its name from "PokerBook Gaming Corp." to "Silver Star Capital Holdings, Inc" effective immediately.
6. The corporation's authorized number of shares be decreased from 100,000,000 to 50,000,000.
7. As soon as practicable, the corporation declare a 1 for 50 reverse stock split of the corporation's issued and outstanding common stock, whereby the corporation shall issue 1 new share of common stock for each 50 shares of issued and outstanding common stock.



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Jack E. Owens  
Chairman



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Silver Star Capital Investors, LLC  
William J. Sears

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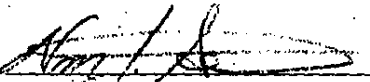
February 7, 2007

Dear Sirs:

RE: WAIVER OF NOTICE AND CONSENT OF SPECIAL MEETING OF SHAREHOLDERS

The undersigned shareholder of PokerBook Gaming Corp hereby waives proper notice and consents to a special meeting of shareholders held on 7th February, 2007, commencing at 3:00 p.m.

Yours faithfully,



Silver Star Capital Investors, LLC.  
William J. Sears

POKERBOOK GAMING CORP  
2731 SILVER STAR ROAD, ORLANDO, FLORIDA 32808  
T: (407) 522-7201 • F: (407) 295-0421

Board of Directors  
PokerBook Gaming Corp  
2731 Silver Star Road  
Suite 100  
Orlando, Florida 32808

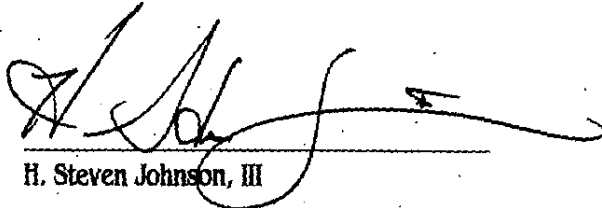
February 6, 2007

Dear Sirs:

RE: RESIGNATION

I hereby resign as a director of PokerBook Gaming Corp with immediate effect.

Yours faithfully,



H. Steven Johnson, III