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1 From Date 10/26/07 Sender's FedEx Account Number 2918 91268
Sender's Name Joe J. Jozak Phone
Company Coolane Oil Direct
Address 2720 NW SS Court
City Ft Lauderdale FL ZIP 33309



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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Biodiesel of America, Inc

DOCUMENT NUMBER: P02000101104

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

Please return all correspondence concerning this matter to the following:

Jozeł Juszczał
(Name of Contact Person)

Biodiesel of America
(Firm/ Company)

2720 NW 55 Court
(Address)

Ft Lauderdale, FL, 33309
(City/ State and Zip Code)

For further information concerning this matter, please call:

Jozeł Juszczał at (954) 731 0707
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|---|--|
| <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 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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 30, 2007

JOZEF JUSZCZAK
2720 NW 55 CT
FT LAUDERDALE, FL 33309

SUBJECT: BIODIESEL OF AMERICA, INC.
Ref. Number: P02000101104

We have received your document for BIODIESEL OF AMERICA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Minutes or corporate resolutions are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 807A00063557

Articles of Amendment
to
Articles of Incorporation
of

Biodiesel of America, Inc

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

702000101104

(Document number of corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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):

Cooking Oil Direct, 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)**

(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)

N/A

(continued)

The date of each amendment(s) adoption: _____

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)

Josef Suszczak
(Typed or printed name of person signing)

Secretary
(Title of person signing)

FILING FEE: \$35

CONSENT TO ACTION
BY THE BOARD OF DIRECTORS
OF BIODIESEL OF AMERICA, INC.
IN LIEU OF A MEETING

The undersigned, being all of the directors of Biodiesel of America, Inc., a Florida corporation (the "Corporation"), do hereby waive any and all notices that may be required to be given with respect to a meeting of the directors of the Corporation and do hereby take, ratify, affirm, and approve the following actions:

RESOLVED, that the Board of Directors hereby declares it advisable and in the best interests of the Corporation that its Articles of Incorporation be amended as follows:

- 1) That Article I of the Articles of Incorporation be amended and restated to read in its entirety as follows: "Name: The name of the corporation is Cooking Oil Direct, Inc."
- 2) That Article VI of the Articles of Incorporation be deleted.

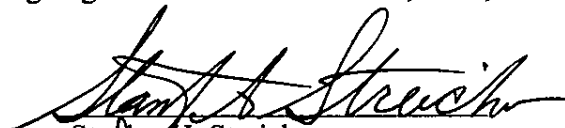
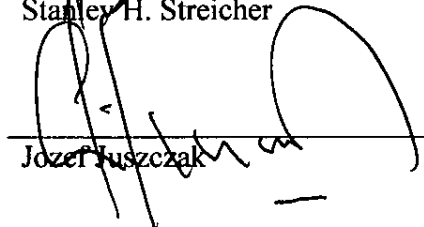
RESOLVED, that the Board of Directors hereby recommends that stockholders vote to approve the foregoing amendments to the Corporation's Articles of Incorporation;

RESOLVED, that the Corporation is hereby authorized to transfer its biodiesel division to a wholly-owned subsidiary of the Corporation, Biodiesel of America, Inc. (the "Subsidiary"), and to execute the following agreements with the subsidiary: Subscription Agreement, Asset Contribution Agreement; Overhead Agreement and Supply Agreement;

RESOLVED, that the Corporation is hereby authorized to spinoff the Subsidiary to its stockholders, and accordingly declares a dividend of one (1) share of common stock of the Subsidiary for each share of common stock in the Corporation, payable to shareholders of record as of the close of business on October 31, 2007;

RESOLVED, that the appropriate officers of the Corporation be, and they hereby are, authorized and directed to take all such further actions and to execute and deliver all such instruments and documents in the name and on behalf of the Corporation, and under its corporate seal or otherwise, as in their judgment shall be necessary, proper, or advisable in order to fully carry out the intent and to accomplish the purposes of the foregoing resolutions.

The undersigned, being all of the directors of the Corporation, hereby unanimously consent to, approve, and adopt the foregoing actions as of October 26, 2007, notwithstanding the actual date of the signing.


Stanley H. Streicher

Jozef Juszcak