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Estimated Charge	\$35.00

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ARTICLES OF AMENDMENT
OF
ALDOR SOLUTIONS CORPORATION

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1. The name of the Corporation is ALDOR SOLUTIONS CORPORATION.
2. Article III of the Articles of Incorporation of the Corporation is hereby amended

to add a section D. thereto, which shall read as follows:

"D. An aggregate total of Four Hundred Thousand Eight Hundred (400,800) shares of Series A Preferred Stock of Aldor Solutions Corporation (the "*Corporation*") are hereby created with the rights and designations set forth below (the "*Series A Preferred Stock*"):

1. **Liquidation.**

(a) Preference. In the event of any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary (a "*Liquidation Event*"), the holder(s) of the Series A Preferred Stock shall be entitled to receive, prior and in preference to any distribution of any of the assets of the Corporation to any other existing shareholder, a "*Liquidation Amount*" equal to the greater of: (i) a designated amount of Two Million Three Hundred and Fifty Thousand Dollars (\$2,350,000; or \$5.87 per share) which amount shall increase annually from and after the issue date of the Series A Preferred Stock at a rate equal to thirty percent (30%) per annum, from the date of each of the Advances (the "*IRR Preference*"); or (ii) the amount that Series A Preferred Stock holder(s) would be entitled to receive, on a per share basis, upon a Liquidation Event if all of such Series A Preferred Stock were converted into Common Stock immediately prior to the distribution resulting from such liquidation, dissolution or winding up.

(b) No Rights to Remaining Assets after Preference. Upon the completion of the distribution required by Section 1(a) of this Article, the remaining assets of the Corporation available for distribution to stockholders shall be distributed solely among the holders of the Common Stock and any other then existing equity security of the Corporation junior to the Series A Preferred Stock.

(c) Deemed Liquidation. For purposes of this Section, a Liquidation Event shall be deemed to occur if the Corporation shall: (i) sell, convey, or otherwise dispose of all or substantially all of its property or business; (ii) merge into or consolidate with any other corporation (pursuant to which the Corporation is not the surviving entity and the holders of the Corporation's Common Stock do not own 50% or more of the equity interests of the surviving entity immediately after such merger or consolidation); or (iii) effect any other transaction or series of related transactions in which more than fifty percent (50%) of the voting power of the Corporation is disposed of; *provided, however*, that this Section 1(c) shall not apply to a merger effected solely for the purpose of changing the domicile of the Corporation. The holder(s) of the Series A Preferred Stock, by majority vote, may determine that any consolidation, merger or other sale shall not be treated as a Liquidation Event for purposes of this Section.

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2. Conversion.

(a) Right to Convert. Each share of Series A Preferred Stock shall be convertible, at the option of the holder thereof:

(1) into the same class or series of stock sold by the Corporation in the next equity infusion into the Corporation from third party investors (subject to anti-dilution adjustments) after March 21, 2008 (the "*Effective Purchase Date*"); or

(2) into shares of Common Stock (the "*Conversion*") upon the earlier of: (i) the cancellation of the that certain letter of credit posted by Napoleon securing the Corporation's line of credit with Wachovia Bank ("*LOC*"), which LOC was renewed in September of 2007, and renewed again on February 28, 2008; (ii) upon expiration of the LOC; or (iii) a Liquidation Event. The initial Conversion rate shall be 1:100 (one share of Series A Preferred Stock equals one hundred (100) shares of Common Stock) (the "*Conversion Rate*").

(b) Mechanics of Conversion. Before any holder of Series A Preferred Stock shall be entitled to convert the same into shares of Common Stock or any other class of stock, such holder shall surrender the certificate or certificates therefor, duly endorsed, at the office of the Corporation or of any transfer agent for such Series A Preferred Stock, and shall give written notice to the Corporation at its principal corporate office, of the election to convert the same and shall state therein the name or names in which the certificate or certificates for shares of Common Stock or other class of stock are to be issued. The Corporation shall, as soon as practicable thereafter, issue and deliver at such office to such holder of the Series A Preferred Stock, or to the nominee or nominees of such holder, a certificate or certificates for the number of shares of Common Stock or other class of stock to which such holder shall be entitled as aforesaid. Such conversion shall be deemed to have been made immediately prior to the close of business on the date of such surrender of the shares of the Series A Preferred Stock to be converted, and the person or persons entitled to receive the shares of Common Stock or other class of stock issuable upon such conversion shall be treated for all purposes as the record holder or holders of such shares of Common Stock or other class of stock as of such date.

(c) Conversion Rate Adjustments of Preferred Stock for Splits and Combinations.

(1) Stock Splits and Dividends. In the event this Corporation should at any time or from time to time after the Effective Purchase Date fix a record date for the effectuation of a split or subdivision of the outstanding shares of Common Stock or the determination of holders of Common Stock entitled to receive a dividend or other distribution payable in additional shares of Common Stock or other securities or rights convertible into, or entitling the holder thereof to receive directly or indirectly, additional shares of Common Stock (hereinafter referred to as "*Common Stock Equivalents*") without payment of any consideration by such holder for the additional shares of Common Stock or the Common Stock Equivalents (including the additional shares of Common Stock issuable on conversion or exercise thereof), then, as of such record date (or the date of such dividend distribution, split or subdivision if no record date is fixed), the Conversion Rate of the Series A Preferred Stock shall be appropriately adjusted so that the number of shares of Common Stock issuable on conversion of each share of such series shall be increased in proportion to such increase of the aggregate of shares of Common Stock

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outstanding and those issuable with respect to such Common Stock Equivalents with the number of shares issuable with respect to Common Stock Equivalents.

(2) Reverse Stock Splits. If the number of shares of Common Stock outstanding at any time after the Effective Purchase Date is decreased by a combination of the outstanding shares of Common Stock then, following the record date of such combination, the Conversion Rate for the Series A Preferred Stock shall be appropriately adjusted so that the number of shares of Common Stock issuable on conversion of each share of such series shall be decreased in proportion to such decrease in the outstanding shares of Common Stock as a result of such combination.

(d) Recapitalizations. If at any time or from time to time there shall be a recapitalization of the Common Stock (other than a subdivision, combination or merger or sale of assets transaction provided for elsewhere in this Section 2), a provision shall be made so that the holders of the Series A Preferred Stock shall thereafter be entitled to receive upon conversion of such Series A Preferred Stock the number of shares of stock or other securities or property of the Corporation or otherwise, to which a holder of Common Stock deliverable upon conversion would have been entitled on such recapitalization. In any such case, appropriate adjustment shall be made in the application of the provisions of this Section 2 with respect to the rights of the holders of Series A Preferred Stock after the recapitalization to the end that the provisions of this Section 2 (including adjustment of the Conversion Rate then in effect and the number of shares available upon conversion of the Series A Preferred Stock) shall be applicable after that event and be as nearly equivalent as practicable.

(e) No Fractional Shares and Certificate as to Adjustments.

(1) No fractional shares shall be issued on the conversion of any share or shares of the Series A Preferred Stock. All shares of Common Stock or any other class (including fractions thereof) issuable upon conversion of more than one share of Series A Preferred Stock by a holder thereof shall be aggregated for purposes of determining whether the conversion would result in the issuance of any fractional share. If, after the aforementioned aggregation, the conversion would result in the issuance of any fractional share, the Corporation shall, in lieu of issuing any fractional share, pay cash equal to the product of such fraction multiplied by the Common Stock's (or other class', as applicable) fair market value (as determined by the Corporation's Board of Directors) on the date of conversion.

(2) On the occurrence of each adjustment or readjustment of the Conversion Rate of Series A Preferred Stock pursuant to this Section 2, holders of Series A Preferred Stock may make a written request for, and the Corporation shall furnish or cause to be furnished within a reasonable time thereafter of such request, a certificate setting forth (a) such adjustment and readjustment, (b) the Conversion Rate for the Series A Preferred Stock at the time in effect and (c) the number of shares of Common Stock and the amount, if any, of other property which at the time would be received on the conversion of a share of Series A Preferred Stock.

(f) Reservation of Stock Issuable Upon Conversion. This Corporation shall at all times reserve and keep available out of its authorized but unissued shares of Common Stock, solely for the purpose of effecting the conversion of the shares of the Series A Preferred Stock,

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such number of its shares of Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of the Series A Preferred Stock; and, if at any time the number of authorized but unissued shares of Common Stock shall not be sufficient to effect the conversion of all then outstanding shares of the Series A Preferred Stock, this Corporation will take such corporate action as may, in the opinion of its counsel, be necessary to increase its authorized but unissued shares of Common Stock to such number of shares as shall be sufficient for such purposes, including, without limitation, engaging in best efforts to obtain the requisite stockholder approval of any necessary amendment to the Articles of Incorporation.

3. Voting Rights.

(a) Generally. For matters in which voting is by class of stock, each Series A Preferred Shareholder shall have the right to one vote for each share of Series A Preferred Stock held by such shareholder. For all other matters, the holder of each share of Series A Preferred Stock shall have the right to one vote for each share of Common Stock into which the Series A Preferred Stock could then be converted, and with respect to such vote, such holder shall have full voting rights and powers equal to the voting rights and powers of the holders of Common Stock, and shall be entitled, notwithstanding any provision hereof, to notice of any stockholders meeting in accordance with the Bylaws of the Corporation, and shall be entitled to vote, together with holders of Common Stock, with respect to any question upon which holders of Common Stock have the right to vote. Fractional votes shall not, however, be permitted and any fractional voting rights available on an as-converted basis (after aggregating all shares into which shares of Series A Preferred Stock held by each holder could be converted) shall be rounded to the nearest whole number (with one-half being rounded upward).

(b) Board of Directors. The size of the Corporation's board of directors (the "*Board*") shall be set at a maximum of three (3) members. At each meeting for the election of directors, (i) the holders of the Series A Preferred Stock, voting separately as a class, shall be entitled to elect two (2) members of the Board, including appointment of the Chairman of the Board who shall have a veto right on any and all decisions made by the Board, and (ii) the holders of the Common Stock, including the holders of the Series A Preferred Stock (voting on an as-converted basis), shall be entitled to elect one (1) member of the Board.

4. Redemption.

(a) Redemption of Series A Preferred Stock upon Request of the Holder(s). Subject to the following, the holder(s) of the Series A Preferred Stock shall have the right to require the Corporation to redeem all, but not less than all, of the Series A Preferred Stock (the "*Redemption Right*") at a price equal to the Liquidation Amount out of amounts legally available therefore (the "*Redemption Price*");

(1) Exercise date. The Redemption Right may be exercised at any time on or after the first year anniversary of the Effective Purchase Date.

(2) Prior written notice. One hundred twenty (120) days' prior written notice shall be delivered prior to exercising the Redemption Right.

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(3) *Adequate funds.* The Corporation has adequate funds, as determined by the Corporation's Board of Directors in its sole discretion, to cover the Redemption Price. In the event adequate funds are not available, then the Redemption Right may be exercised and payments made in connection therewith pursuant to Section 4(b)(2) herein.

(4) *Majority Consent.* The Redemption Right shall be exercisable only upon the consent of the holder(s) of a majority of the Series A Preferred Stock.

No other existing equity security shall be redeemed or converted prior to redemption of the Series A Preferred Stock.

(b) Redemption Payments.

(1) For each share of the Series A Preferred Stock to be redeemed hereunder, the Corporation shall be obligated on the date of redemption to pay to the holder thereof (upon surrender by such holder at the Corporation's principal office of the certificate representing such share of the Series A Preferred Stock) an amount in cash equal to the Redemption Price.

(2) If the funds of the Corporation legally available for redemption of such shares of the Series A Preferred Stock on any date of redemption are insufficient to redeem the total number of shares of the Series A Preferred Stock, as determined by the Corporation's Board of Directors in its sole discretion, those funds which are legally available shall be used to redeem the maximum possible number of shares of the Series A Preferred Stock pro rata among the holder(s) of the shares of the Series A Preferred Stock. At any time thereafter when additional funds of the Corporation are legally available for the redemption of the remaining shares of the Series A Preferred Stock, such funds shall be used to redeem the balance of the shares of the Series A Preferred Stock which the Corporation has become obligated to redeem on any date of redemption but which it has not redeemed. This Section shall not apply to redemptions by the Corporation.

5. Participation Rights. The holders of Series A Preferred Stock shall participate *pro rata* (on an as-converted basis) in any dividends, distributions, stock splits and otherwise that would be afforded holders of the Common Stock, including distributions of proceeds from a recapitalization or similar transaction."

3. The foregoing amendment was adopted by the Board of Directors of the Corporation by unanimous Written Consent signed by them on March 14, 2008, manifesting their intention that this amendment to the Articles of Incorporation be adopted, pursuant to Section 607.0602, Florida Statutes.

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IN WITNESS WHEREOF, the undersigned, as Chairman of the Board of the Corporation, has executed these Articles of Amendment this 26th day of September, 2008.



Michael G. Platner, Chairman of the Board