

P03000136578

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THREE TURTLES, INC.

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June 8, 2009

**H09000137593**

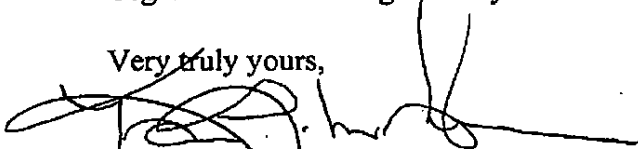
Florida Department of State  
Division of Corporations  
The Capitol  
P.O. Box 6327  
Tallahassee, Florida 32399-0250

**RE: Amendment to the Articles of Organization for Three Turtles, Inc.**

Ladies and Gentlemen:

With reference to the above company, enclosed please find Amendment to the Articles of Organization for filing. Kindly fax to the undersigned proof of filing same. Thank you.

Very truly yours,



Karen L. McGhee, CP, FRP  
Certified Paralegal  
/klm  
Enclosure

**H09000137593**



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**AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
THREE TURTLES, INC**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on November 20, 2003, and assigned Charter Number P03000136578, are hereby amended pursuant to a written consent in lieu of meeting executed by the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on the 1<sup>st</sup> day of June, as follows:

**ARTICLE I**

ARTICLE I is hereby amended to read as follows:

The name of this corporation is Moirae Digital, Inc.

**ARTICLE II**

As there presently exists only one (1) shareholder of the issued and outstanding shares of the Corporation, the Corporation shall exchange the certificates of the said shareholders for a certificate representing an identical number of shares which properly reflects the name change of the Corporation and cause the shares taken in to be cancelled.

**ARTICLE III**

This Amendment to the Articles of Incorporation was adopted by the shareholders and directors on the 1<sup>st</sup> day of June, 2009.

**ARTICLE IV**

The undersigned, being the President and Secretary of Three Turtles, Inc., hereby certify that the above and foregoing Amendment to the Articles of Incorporation was adopted as aforesaid on the June 1, 2009.

IN WITNESS WHEREOF, we have hereunto set our hands and the seal of the Corporation on June 5, 2009.

THREE TURTLES, INC., a Florida corporation

ATTEST:

By: sh

STEVEN L. PERRY,  
Secretary

By: sh

STEVEN L. PERRY,  
President

[CORPORATE SEAL]

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STATE OF FLORIDA  
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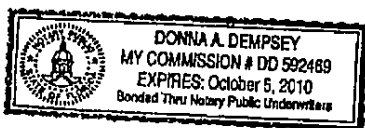
THE FOREGOING INSTRUMENT was acknowledged before me this 5<sup>th</sup> day of June, 2009, by Steven L. Perry, President and Secretary respectively of Three Turtles, Inc., a Florida corporation, on behalf of the corporation, who [☒] are personally known to me or [☐] have produced \_\_\_\_\_ as identification.

[Printed Name]

Donna A. Dempsey  
Notary Public, State of Florida

My Commission expires:

[Notarial Seal]



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**WRITTEN CONSENT OF THE STOCKHOLDERS  
AND DIRECTORS OF  
THREE TURTLES, INC.,  
IN LIEU OF A SPECIAL MEETING**

The undersigned, being all of the directors and stockholders of THREE TURTLES, INC., in accordance with §§607.0821 and 607.0704 of the Florida General Corporation Act, as of the 1<sup>ST</sup> day of June, 2009, do hereby waive the necessity of a meeting and do hereby consent in writing to the adoption of the following resolutions:

WHEREAS, it is in the best interests of the Corporation to change its name to Moirae Digital, Inc.; now, therefore, it is

RESOLVED, that the name of the Corporation shall be changed to Moirae Digital, Inc., that the President and Secretary of the Corporation are hereby instructed to file with the Secretary of State of Florida an Amendment to the Articles of Incorporation in the form attached to these minutes, that the President and Secretary of the Corporation shall issue new stock certificates in accordance with the attached Amendment to the Articles of Incorporation, and that the President and Secretary of the Corporation are authorized to take such further actions as may be reasonably necessary to effectuate the intent of these resolutions.

SL  
STEVEN L. PERRY, director

SL  
STEVEN L. PERRY, shareholder

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