

FD70000066693

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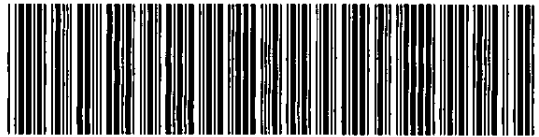
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2009 MAR 18 PM 3:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
[Signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: RIDE OCEAN ZOOM, INC +

DOCUMENT NUMBER: P07000066693 +

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

Please return all correspondence concerning this matter to the following:

EDWIN VELAZQUEZ

(Name of Contact Person)

PRO TAX SERVICES, INC

(Firm/ Company)

1000 SAVAGE CT #104

(Address)

LONGWOOD, FL 32750

(City/ State and Zip Code)

For further information concerning this matter, please call:

EDWIN VELAZQUEZ

(Name of Contact Person)

at (407) 835 - 9845

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$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

RIDE OCEAN ZOOM, INC

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

P07000066693

(Document Number of Corporation (if known))

FILED
2009 MAR 18 PM 3:28
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:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

AMENDING ARTICLE IV - SEE ATTACHED 2 PAGES.

F. If an amendment provides for an 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

Articles of Amendment
To
Articles of Incorporation
Of
Ride Ocean Zoom, Inc.
Document Number: P07000066693

FILED
2009 MAR 18 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: DEPARTMENT OF STATE
DIVISION OF CORPORTATION
STATE OF FLORIDA

Pursuant to Florida Statute Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Article of Incorporation and does certify as follows:

1. The name of corporation is: **Ride Ocean Zoom, Inc.**
2. The effective date of these amendments to these Articles of Incorporation shall be the date these Articles of Amendment are filed with the Department of States.
3. The amendments as contained herein were approved by the shareholders and the number of votes cast for the amendments, being common voting stock which is the only class of stock authorized, were sufficient for approval.
4. Article IV is hereby revoked in its entirety and new ARTICLE IV is adopted as follows:

The total authorized capital stock of this Corporation shall consist of One Hundred Million 100,000,000 shares of voting Common Stock having a par value of \$0.001 each, amounting to the aggregate of One Hundred Thousand Dollars (\$100,000.00), and Four Million (4,000,000) shares of Class A Convertible Preferred Stock, having a par value of \$1.00 each, amounting in the aggregate to Four Million Dollars (\$4,000,000.00). The Class A Convertible Preferred Stock shall be non-cumulative and non-voting. All stock when issued shall be fully paid and shall be nonassessable.

Relative rights preferences, privileges and restrictions granted to or imposed upon the Series A Preferred Stock and the Common Stock are as follows:

1. Dividends

Holders of Class A Convertible Preferred Stock shall be entitle to receive out of any funds of Corporation at the time legally available for the declaration of dividends, dividends at a rate as shall be established within the sole discretion of the Board of Directors and under such terms and conditions as the Board of Directors shall prescribe. In the event dividends shall be declared dividends on issued and outstanding Class A Convertible Preferred Stock shall be payable before any dividends shall be declared or paid upon or set apart for the Common Stock, all such dividends being non-cumulative nature.

2. Liquidation

In the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation the assets and surplus funds of the Corporation available for distribution to shareholders shall be distributed first to the holders of Class A Convertible Preferred Stock in an amount equal to the par value of each share and if this distribution shall be insufficient to permit the payments as previously specified then the entire distributable assets of the Corporation shall be distributed to the holders of the Class A Convertible Preferred Stock. After the payment to the holders of the said Preferred Stock, the remaining distributable assets shall be distributed ratably among the holders of the Common Stock without distinction according to their respective share.

3. Voting Rights

Each share of the Company's Common Stock entitles the holder to one vote, in person or by proxy, at all shareholder meetings. The holders of more than 50 percent of the issued and outstanding shares of Common Stock can elect or remove any and/or all of the directors of the Company. The holders of the Class A Convertible Preferred Stock shall have no vote. There shall be no cumulative voting.

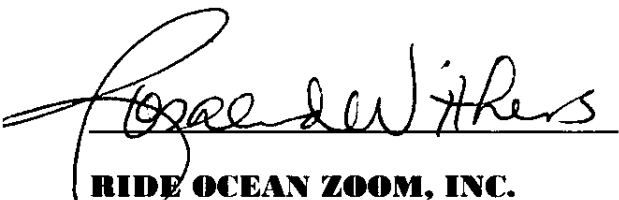
4. Conversion Rights

Each holder of the CLASS A CONVERTIBLE PREFERRED STOCK shall have the right to convert his or her stock to COMMON STOCK of the Corporation as follows: (a) If the holder wishes to exchange the CLASS A CONVERTIBLE PREFERRED STOCK to COMMON STOCK after 2 years from the date of purchase, that holder will receive four (4) shares of COMMON STOCK for every one (1) share of CLASS A CONVERTIBLE PREFERRED STOCK. (b) If the holder wishes to exchange the CLASS A CONVERTIBLE PREFERRED STOCK to COMMON STOCK after 3 years from the date of purchase, that holder will receive five (5) shares of COMMON STOCK for every one (1) share of CLASS A CONVERTIBLE PREFERRED STOCK.

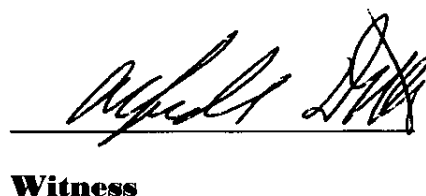
The rights of a CLASS A CONVERTIBLE PREFERRED STOCK owner to convert that stock must be to exercised within 30 days after owning that stock for a period of three (3) years. If the option to convert the said Preferred Stock is not exercised within that period of time, the option shall lapse.

The mechanics for the conversion of CLASS A CONVERTIBLE PREFERRED STOCK shall be the responsibility of the Board of Directors who shall communicate conversion procedures to all holders of the CLASS A CONVERTIBLE PREFERRED STOCK.

IN WITNESS WHEREOF, these Articles of Amendment were executed on January 17, 2009.


RIDE OCEAN ZOOM, INC.

By Its President


Witness

The date of each amendment(s) adoption: 1/17/2009

Effective date if applicable: 1/21/2009
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☐ The amendment(s) was/were adopted 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

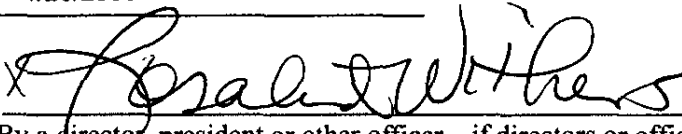
by _____."
(voting group)

☐ 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.

Dated 1/20/2009

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)

ROSALIND WITHERS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)