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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2017 OCT 16 P 3:13

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OCT 17 2017

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CYCLONE POWER TECHNOLOGIES INC

DOCUMENT NUMBER: P07000069888

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

Please return all correspondence concerning this matter to the following:

FRANKIE FRUGE
Name of Contact Person
CYCLONE POWER TECHNOLOGIES INC
Firm/ Company
601 NE 26TH COURT
Address
POMPANO BEACH, FL 33064
City/ State and Zip Code

FRANKIE@CYCLONEPOWER.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

FRANKIE FRUGE at (954) 943-8721
Name of Contact Person Area Code & Daytime Telephone Number

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

- | | | | |
|--|---|--|---|
| <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 checked="" 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

Articles of Amendment
to
Articles of Incorporation
of

CYCLONE POWER TECHNOLOGIES INC

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

P07000069888

(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:

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

N/A 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**)*

N/A

C. Enter new mailing address, if applicable:
*(Mailing address **MAY BE A POST OFFICE BOX**)*

N/A

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 N/A

(Florida street address)

New Registered Office 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

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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)

Please note the officer/director title by the first letter of the office title:

P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

Change PT John Doe
 Remove V Mike Jones
 Add SV Sally Smith

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	N/A	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add	_____	_____	_____
<input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change	_____	_____	_____
<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)

THE BOARD OF DIRECTORS HEREBY INCREASES THE NUMBER OF SHARES OF COMMON STOCK

AUTHORIZED FROM 4,000,000,000 (FOUR BILLION) TO 6,000,000,000 (SIX BILLION)

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

The date of each amendment(s) adoption: AUGUST 1, 2017 if other than the date this document was signed.

Effective date if applicable: AUGUST 1, 2017
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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 10-12-2017

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)

FRANKIE FRUGE

(Typed or printed name of person signing)

PRESIDENT/DIRECTOR

(Title of person signing)

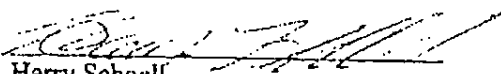
**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
CYCLONE POWER TECHNOLOGIES, INC.
DOC # P07000069888**

August 1, 2017

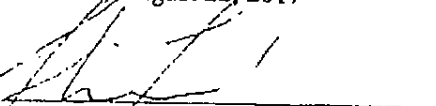
Pursuant to Section 607.1006 of the Florida Statutes, by majority vote of the shareholder and consent of the Board of Directors of Cyclone Power Technologies, Inc. (the "Corporation"), the Corporation does hereby amend its Articles of Incorporation as follows:

- (a) The name of the Corporation is Cyclone Power Technologies, Inc.
- (b) The date of adoption by consent of Shareholders representing a majority of the Common Stock of the Corporation, under Section 607.0704 of the Florida Statutes, approving this amendment was August 1, 2017. The number of votes cast for this amendment by the shareholders was sufficient for approval.
- (c) Amendment: The Board of Directors hereby increases the number of shares of Common Stock authorized from 4,000,000,000 (Four Billion) to 6,000,000,000 (Six Billion).
- (d) The Effective date of this amendment is August 1, 2017.
- (e) All other terms, preferences, limitations and rights for the Common Shares shall remain the same.

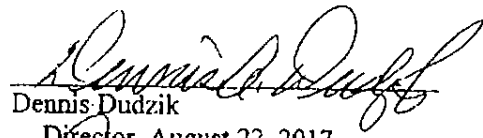
By order of the Board of Directors of the Corporation, these Articles of Amendment are hereby approved.



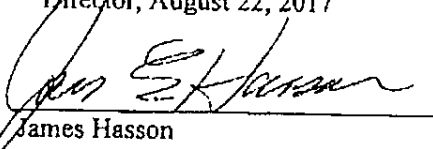
Harry Schoell
Director, August 22, 2017



Frankie Früge
Director, August 22, 2017



Dennis Dudzik
Director, August 22, 2017



James Hasson
Director, August 22, 2017