

PD 80000001346

(Requestor's Name)

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(Address)

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☐ PICK-UP

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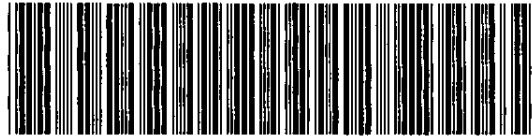
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 SEP -7 AM 11:11

Amend
@ 9.11.12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HELPFUL TECHNOLOGIES, INC

DOCUMENT NUMBER: P08000001346

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

Please return all correspondence concerning this matter to the following:

Compliance Manager

Name of Contact Person

HELPFUL TECHNOLOGIES, INC

Firm/ Company

P.O. Box 220830

Address

Hollywood, FL 33022

City/ State and Zip Code

anna@helpfultechnologies.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ganna Mikheleva

Name of Contact Person

at (561) 305-7728

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

HELPFUL TECHNOLOGIES, INC

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

P08000001346

(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:

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 _____

(Florida street address)

New Registered Office Address: _____, Florida _____
(City) (Zip Code)

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12 SEP - 7 AM 11:11
CLERK OF COURT
DIVISION OF CORPORATIONS

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)

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:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<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)

See attached

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)

See attached

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF HELPFUL TECHNOLOGIES INC.**

Pursuant to Sections 607.0702, 607.0821, 607.1006, and 607.10025 of the Florida Business Corporation Act, the undersigned President of Helpful Technologies, Inc., a Florida Corporation (the "Corporation"), bearing the document number P08000001346, does hereby submit the following Articles of Amendment for the purposes of amending the Corporation's Articles of Incorporation, and does hereby certifies that:

FIRST: On August 20, 2012, the Board of Directors of the Corporation, acting by written consent in lieu of the meeting in accordance with Section 607.0821 of the Florida Business Corporation Act, has approved the foregoing amendments to the Corporation's Articles of Incorporation to effectuate the reverse stock split of presently issued and outstanding shares of the Corporation's Common Stock (the "Combination").

SECOND: After giving effect to the Combination, every twenty five shares of the Company's issued and outstanding common stock will automatically be combined into one share of the Company's issued and outstanding common stock without any change in the par value per share.

THIRD: The number of authorized shares of common stock and par-value per share will not change.

FOURTH: The effectuation of the Combination does not adversely effect the rights and preferences of the holders of the Corporation's outstanding shares of any class and series that were issued before the Combination.

FIFTH: First paragraph of Article 4 of the Corporation's Articles of Incorporation, including subparagraphs (i) and (ii) shall be deleted in its entirety and shall be replaced with the following:

Article 4. Capital

The Corporation shall have the authority to issue 775,433,458 shares of Common Stock, par value of \$0.0001 per share (the "Common Stock"), and 50,000,000 shares of Preferred Stock, par value \$0.0001 per share (the "Preferred Stock") subject to designation of the Series under the discretion of the Corporation's Board of Directors to establish from time to time the number of shares to be included in each such Series, and to fix the designation, powers, preferences, and rights of the shares of each such series and any qualifications, limitations or restrictions thereof, subject to any limitations prescribed by applicable law.

On the date of filing these Articles of Amendment with the Secretary of the State of Florida, every twenty five issued and outstanding shares of the Corporation's Common Stock as of the date and time immediately preceding the date and time of filing of these Articles of Amendment (the "Effective Date") shall be automatically combined and converted into one fully paid and non-assessable share of the Corporation's Common Stock. No fractional shares shall be issued in connection with the foregoing Combination. All shares of Common Stock so combined that are held by a shareholder will be aggregated subsequent to the foregoing Combination and each fractional share resulting from such Combination shall be rounded up to the nearest whole share.

SIXTH: Paragraphs (A) and (B) of the Corporation's Articles of Incorporation shall remain unchanged.

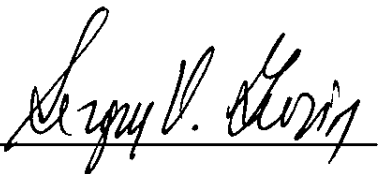
SEVENTH: All other remaining articles of the Corporation's Articles of Incorporation shall remain unchanged.

EIGHT: Subsequent to the stockholder approval, the foregoing amendment was adopted by the Corporation's Board of Directors by a written consent in lieu of the meeting in accordance with Section 607.0821 of the Florida Business Corporation Act, and the number of votes cast was sufficient for approval.

NINTH: The Effective Date of these Articles of Amendment is August 20, 2012.

IN WITNESS WHEREOF, said Corporation has caused these Articles of Amendment to be signed by its President as of this 20th day of August 2012.

Helpful Technologies Inc.

By: 
Sergey V. Gurin, President

The date of each amendment(s) adoption: August 20, 2012

Effective date if applicable: August 20, 2012

(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

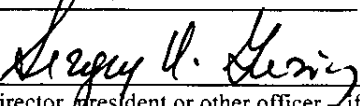
by _____."
(voting group)

☒ 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 September 1, 2012

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)

Sergey Gurin

(Typed or printed name of person signing)

President

(Title of person signing)