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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Solar Verde Systems, Inc.

DOCUMENT NUMBER: P08000002364

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

Please return all correspondence concerning this matter to the following:

H. Richard Hewitt

(Name of Contact Person)

Solar Verde Systems, Inc.

(Firm/ Company)

2021 Tyler St., Suite 101

(Address)

Hollywood, FL 33020

(City/ State and Zip Code)

For further information concerning this matter, please call:

William Eilers

(Name of Contact Person)

at (954) 416-2804

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 7, 2008

H. RICHARD HEWITT
SOLAR VERDE SYSTEMS, INC.
2021 TYLER ST., STE. 101
HOLLYWOOD, FL 33020

SUBJECT: SOLAR VERDE SYSTEMS, INC.
Ref. Number: P08000002364

RECEIVED
2008 MAR 19 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SOLAR VERDE SYSTEMS, INC. and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
SOLAR VERDE SYSTEMS, INC.**

Pursuant to the provisions of § 607.1006 Florida Statutes (2007), this Florida corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Article IV shall hereby amended and read as follows:

We are authorized to issue up to 100,000,000 shares of common stock, with a par value of \$0.001 per share and 10,000,000 Preferred shares, with a par value of \$0.001 per share, also granted to or imposed upon the respective classes of shares or the holders thereof is as follows:

A. Common Shares. The terms of the 100,000,000 Common Shares of the corporation shall be as follows:

(1) Dividends. Whenever cash dividends upon the Preferred Shares of all series thereof at the time outstanding, to the extent of the preference to which such shares are entitled, shall have been paid in full for all past dividend periods, or declared and set apart for payment, such dividends, payable in cash, stock, or otherwise, as may be determined by the Board of Directors, may be declared by the Board of Directors and paid from time to time to the holders of the Common Shares out of the remaining net profits or surplus of the corporation.

(2) Liquidation. In the event of any liquidation, dissolution, or winding up of the affairs of the corporation, whether voluntary or involuntary, all assets and funds of the corporation remaining after the payment to the holders of the Preferred Shares of all series thereof of the full amounts to which they shall be entitled as hereinafter provided, shall be divided and distributed among the holders of the Common Shares according to their respective shares.

(3) Voting rights. Each holder of a Common Share shall have one vote in respect of each share of such stock held by him. There shall not be cumulative voting.

B. Preferred Shares. Prior to the issuance of any of the Preferred Shares, the Board of Directors shall determine the number of Preferred Shares to then be issued from the Ten Million (10,000,000) shares authorized, and such shares shall constitute a series of the Preferred Shares. Such series shall have such preferences, limitations, and relative rights as the Board of Directors shall determine and such series shall be given a distinguishing designation. Each share of a series shall have preferences, limitations, and relative rights identical with those of all other shares of the same series. Except to the extent otherwise provided in the Board of Directors' determination of a series, the shares of such series shall have preferences, limitations, and relative rights identical with all other series of the Preferred Shares. Preferred Shares may have dividend or

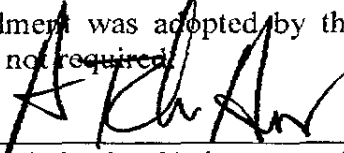
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... liquidation rights which are prior (superior or senior) to the dividend and liquidation rights and preferences of the Common Shares and any other series of the Preferred Shares. Also, any series of the Preferred Shares may have voting rights.

SECOND: The Date of the Adoption of this Amendment shall be the fourth (4th) day of January 2008.

THIRD: The Amendment was adopted by the Incorporator without shareholder action and shareholder action was not required.

Signature:



H. Richard Hewitt, Chairperson of the Board