

P08000027769

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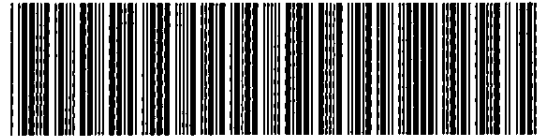
(Business Entity Name)

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Amend

07/16/08--01007--005 **70.00

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08 JUL 16 AM 10:27
2008 JUL 16 PM 3:04
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AJR
7/16/08

SPIEGEL & UTRERA, P.A.

(Requestor's Name)

1840 SOUTHWEST 22 STREET, 4TH FLOOR

MIAMI, FL 33145 - (305) 854-6000

CORPORATION NAME(S) & DOCUMENT NUMBER(S)
(if known):

OFFICE USE ONLY

1. **FSUZION DEVELOPMENT INC.** **P08000027769**
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
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4. _____
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FSUZION DEVELOPMENT INC.

FILED
2008 JUL 16 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 7 of the Articles of Incorporation of FSUZION DEVELOPMENT INC. states:

7.1 Voting and Non-Voting Authorized Shares. The maximum number of shares of stock of the Corporation that may be issued is 10,000, consisting of 5,000 voting common shares with a par value of \$0.01 per share and 5,000 non-voting common shares with a par value of \$0.01 per share. Each class of shares shall be identical in all respects, except that the non-voting shall carry no right to vote for the election of directors of the Corporation, and no right to vote on any matter presented to the shareholders for their vote or approval except only as the laws of this state require that voting rights be granted to such non-voting shares.

7.2 Voting and Non-Voting Issued Shares and Consideration Received. The number of shares of common voting stock proposed to be issued shall be 500. The consideration to be received therefor shall be \$500.00. Total = \$500.00. The number of shares of common non-voting stock proposed to be issued shall be 500. The consideration to be received therefor shall be \$500.00. Total = \$500.00.

7.3 Voting. All holders of shares of common voting stock, except where otherwise provided by law or by these Articles of Incorporation, shall be identical with each other in every respect and the holders of such common voting shares shall be entitled to have unlimited voting rights on all common voting shares and be entitled to one vote for each share of common voting stock on all matters on which Shareholders have the right to vote.



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7.4 Liquidation. All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.5 Preemptive Rights. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.6 Issuance of Stock. The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.7 Unissued Stock. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

SECOND: The corporate capitalization of FSUZION DEVELOPMENT INC. will be amended to state:

A statement of the preferences, privileges, and restrictions granted to or imposed upon the respective classes of shares or the holders thereof is mentioned below. The maximum number of common shares that this Corporation is authorized to have outstanding at any time is **THIRTY MILLION (30,000,000)** shares of common voting stock and **THIRTY MILLION (30,000,000)** shares of common non-voting stock both with par value of **ONE TENTH OF A CENT (\$.001)** each and such shares classified as follows:

7.1 VOTING AUTHORIZED SHARES. THIRTY MILLION (30,000,000) shares of common voting stock at the par value of **ONE TENTH OF A CENT (\$.001)** each. The terms of the common voting shares of the Corporation shall be as follows:



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7.1.1 Voting Rights. All holders of shares of common voting stock, except where otherwise provided by law or by these Articles of Incorporation, shall be identical with each other in every respect and the holders of such common voting shares shall be entitled to have unlimited voting rights on all common voting shares and be entitled to one vote for each share of common voting stock on all matters on which Shareholders have the right to vote.

7.1.2 Issued Shares. The number of shares of common voting stock proposed to be issued to each holder of shares shall be 8,000,000 common voting stock.

7.1.3 Liquidation. All holders of shares of common voting stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.1.4 Preemptive Rights. No holder of shares of common voting stock shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.1.5 Issuance of Stock. The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.1.6 Unissued Stock. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



SPIEGEL & UTRERA, P.A.

LAWYERS

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THIRD: The date of the adoption of this amendment is the 14 July 2008.

FOURTH: The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

FIFTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 14 July 2008

Victor Bates
Victor Bates, Chairman of the Board of
Directors



SPIEGEL & UTRERA, P.A.

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