

P8600088232

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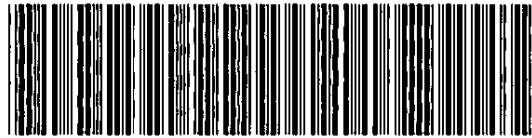
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

6/26/09
[Signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Roadships Holdings, Inc.

DOCUMENT NUMBER: P08000088232

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

Please return all correspondence concerning this matter to the following:

Robert Smith

Name of Contact Person

Roadships Holdings, Inc.

Firm/ Company

City Center 525 North Tryon Street, Suite 1600

Address

Charlotte, NC 28202

City/ State and Zip Code

rsmith@rkscapital.com

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

For further information concerning this matter, please call:

Robert Smith

Name of Contact Person

at (704)

237-3194

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

Roadships Holdings, Inc.

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

P08000088232

(Document Number of Corporation (if known))

FILED
JUN 24 AM 10:57
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:

Roadships Acquisitions US, Inc.

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**)*

City Center

525 North Tryon Street, Suite 1600

Charlotte, NC 28202

C. Enter new mailing address, if applicable:

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

City Center

525 North Tryon Street, Suite 1600

Charlotte, NC 28202

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>
<u>TD</u>	<u>Micheal Nugent</u>	<u>1451 West Cypress Creek Road</u> <u>Suite 1300</u> <u>Fort Lauderdale, FL 33309</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
<u>DCEO</u>	<u>Micheal Nugent</u>	<u>City Center</u> <u>525 North Tryon St., Suite 1600</u> <u>Charlotte, NC 28202</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>DPS</u>	<u>Robert Smith</u>	<u>1451 West Cypress Creek Road</u> <u>Suite 1300</u> <u>For Lauderdale, FL 33309</u>	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

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

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

RESOLVED, Article 3 is amended: the principal offices of the corporation is;

City Center 525 North Tryon Street, Suite 1600, Charlotte, NC 28202

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)

The date of each amendment(s) adoption: June 17, 2009

(date of adoption is required)

Effective date if applicable: June 19, 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 June 17, 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)

Robert Smith

(Typed or printed name of person signing)

Corporate Secretary

(Title of person signing)

Attachment to Article of Amendment of Roadships Holdings, Inc.
Paragraph 3§ 2

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>DPS</u>	<u>Robert Smith</u>	<u>City Center</u> <u>525 North Tryon Street,</u> <u>Suite 1600</u> <u>Charlotte, NC 28202</u>	<u>ADD</u>
<u>DCFO</u>	<u>Robert McClelland</u>	<u>City Center</u> <u>525 North Tryon Street</u> <u>Suite 1600</u> <u>Charlotte, NC 28202</u>	<u>ADD</u>