

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000260532 3)))



H120002605323ABCV

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.
Account Number : 076666002140
Phone : (727) 461-1818
Fax Number : (727) 441-8617

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.**

Email Address: _____

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
HEALTH TO HAPPINESS, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

RECEIVED

12 OCT 30 AM 8:11

STATE OF FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

2012 OCT 30 AM 9:55

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

DR
10/31/12

FILED
2012 OCT 30 AM 9:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HEALTH TO HAPPINESS, INC.

(POA 000046160)

Health To Happiness, Inc., a corporation organized and existing under the Florida Business Corporation Act (the "Act"), does hereby certify:

I. The Corporation hereby adopts these Articles of Amendment to Amended and Restated Articles of Incorporation (the "Articles").

II. The Articles require director and shareholder approval of any amendment to the Articles. The Articles, and all amendments contained herein, were duly approved and adopted, on June 24th, 2012, pursuant to the provisions of Sections 607.0704 and 607.1003 of the Act, by the written consent of all of the directors and a majority of the holders of capital stock of the Corporation entitled to vote. The number of votes cast for the amendment by the shareholders was sufficient for approval.

III. The introductory paragraph of Section 4 of the Amended and Restated Articles of Incorporation are amended to read as follows:

"4. Capital Stock. The total number of shares of all classes of capital stock which the Corporation shall have the authority to issue is 20,410,000 shares, consisting of (i) 20,000,000 shares of common stock, \$.001 par value per share (the "Common Stock"), and (ii) 410,000 shares of Series A Convertible Preferred Stock, \$.01 par value per share (the "Series A Preferred Stock"). The designation, powers, preferences and relative participating, optional or other special rights and the qualifications, limitations and restrictions thereof in respect of each class of capital stock of the Corporation are as follows:"

All other provisions of Section 4 and the other provisions of the Amended and Restated Articles of Incorporation remain the same as filed.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to Amended and Restated Articles of Incorporation of Health to Happiness, Inc. on this 23rd day of October, 2012.

HEALTH TO HAPPINESS, INC.,
a Florida corporation

By: 
Dennis Bergstrom, President