

PI10000033668

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

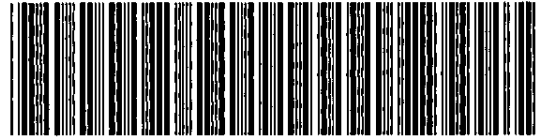
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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6-1-12

Amended

2012 APR 25 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DR

4/30/12

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Personal Cell Sciences, Corp.

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

John S. Arnone

Name of Contact Person

Personal Cell Sciences, Corp

Firm/ Company

30 Pen Brook Court

Address

Shrewsbury, NJ 07702

City/ State and Zip Code

jarnone@personalcellsciences.com

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

For further information concerning this matter, please call:

_____ at (_____) _____
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

EFFECTIVE DATE
5-1-12

Articles of Amendment
to
Articles of Incorporation
of

FILED
2012 APR 25 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Personal Cell Sciences, Corp.

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

(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)

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 checked="" 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)

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)

Forward Split Common + Preferred stock

The date of each amendment(s) adoption: _____

4/23/12

Effective date if applicable: _____

5/1/12

(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

4/23/12

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)

John S. Arnone

(Typed or printed name of person signing)

President

(Title of person signing)

PERSONAL CELL SCIENCES, CORP.

MINUTES OF A MEETING

OF THE BOARD OF DIRECTORS

April 23, 2012

A meeting of the Board of Directors of **PERSONAL CELL SCIENCES, CORP.**

("PCS" or the "Company") was held on April 23, 2012 at 30 Penbrook Ct. Shrewsbury, NJ 07702

Present at the meeting in person was John S. Arnone, being a majority of the Board and constituting a quorum. Mr. Arnone acted as chairman, president and secretary and kept the minutes of the meeting.

The director discussed forward splitting all common and preferred shares of the Company. The forward split will be 3 for 1. The Executive & Board Member Performance stock option plan will also forward split according to the same terms.

1. For every one (1) share of common stock currently issued and outstanding two (2) new shares will be issued to the holder. Every 1 common share will become three (3) shares.

2. For every one (1) share of preferred stock currently issued and outstanding two (2) new shares with the same terms will be issued to the holder. Every 1 preferred share will become three (3) shares.

3. For every one (1) share in the Executive & Board Member Performance stock option plan, two (2) new shares will be allocated for each existing share underlying the option...

Common Shares	10,000,000	>	30,000,000
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Investor Shares	470,000	>	1,410,000
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Preferred Shares	1,000,000	>	3,000,000
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Option Pool Shares	2,000,000	>	6,000,000
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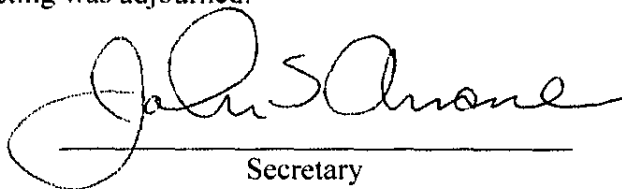
BE IT RESOLVED THAT:

The forward stock split 3 for 1 is hereby approved.

BE IT RESOLVED THAT:

All actions heretofore and hereafter taken and to be taken by officers and directors of this Corporation to effectuate the matters contemplated by these resolutions are hereby ratified and approved.

There being no further business, the meeting was adjourned.


Secretary