

P13000036170

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150 SOUTH ANDREWS AVENUE, SUITE 315, POMPANO BEACH, FL 33069
TELEPHONE: 954.719.0004

December 23, 2013

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To Whom It May Concern:

Please file the enclosed Articles of Amendment to the Articles of Incorporation of Tellus, Inc. on or before December 31, 2013. The document number of our Articles of Incorporation, filed in April of 2013 is P13000036170.

If you have any questions, please feel free to contact me at 954.719.0004, ext. 2002.

Best regards,

A handwritten signature in black ink, appearing to read "LS", with a long horizontal flourish extending to the right.

Lia Sweeney, CFO

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
TELLUS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FL

Pursuant to Section 607.1006, the undersigned, being the President and CEO of Tellus, Inc., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), bearing document number P13000036170, does hereby certify that the following resolutions were adopted by the Corporation's Board of Directors and a majority of its share pursuant to Section 607.1003 of the Florida Business Corporation Act as hereinafter described:

RESOLVED, that the Articles of Incorporation of the Corporation shall be amended by deleting Article IV in its entirety and replacing it as follows:

The aggregate number of shares of all classes of capital stock which the Corporation has the authority to issue is 50,000,000 all of which shares are to be shares of Common Stock, \$.001 par value per share.

FURTHER RESOLVED, that the Articles of Incorporation of the Corporation shall be amended by adding the following Article VIII and Article IX:

**ARTICLE VIII
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE IX
CONTROL SHARE ACQUISITIONS**

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

FURTHER RESOLVED, that except for the amendments described above, all other provisions of the Corporation's Articles of Incorporation, as amended, shall remain in full force and effect.

The foregoing resolution and these Articles of Amendment were adopted by the Board of Directors of the Corporation pursuant to a unanimous written consent of the directors of the Corporation dated December 10, 2013, and by the written consent dated December 10, 2013 of the holders of shares of the Corporation's voting stock having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted in accordance with the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned, being the President and CEO of this Corporation, has executed these Articles of Amendment to the Corporation's Articles of Incorporation as of December 10, 2013.

TELLUS, INC.

By: _____

Brad Levine, President and CEO