

P98000036911

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(Address)

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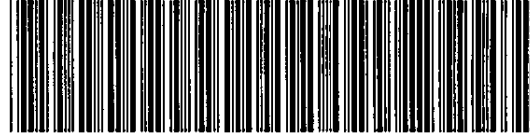
(Business Entity Name)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AVI GROUP, INC.

DOCUMENT NUMBER: P98000036911

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

Please return all correspondence concerning this matter to the following:

BRYEN BEGLINGER, PRESIDENT

Name of Contact Person

AVI GROUP, INC.

Firm/ Company

7660-H FAY AVE., SUITE 312

Address

LA JOLLA, CA 92037

City/ State and Zip Code

BB@AVIGROUP.COM

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

For further information concerning this matter, please call:

BRYEN BEGLINGER

619 889-0708
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:

☐ \$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

AVI GROUP, INC.

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

P98000036911

(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

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SECURITY OF STATE
TALLAHASSEE, FLORIDA

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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	PT	John Doe
<input checked="" type="checkbox"/> Remove	V	Mike Jones
<input checked="" type="checkbox"/> Add	SV	Sally Smith

Type of Action (Check One)	Title	Name	Address
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			_____

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

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There is no handwriting or other markings on the paper.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

JUNE 29, 2016

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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.

JUNE 29, 2016

Dated

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)

BRYEN BEGLINGER

(Typed or printed name of person signing)

CHAIRMAN, PRESIDENT AND CEO

(Title of person signing)

AVI GROUP, INC
UNANIMOUS CONSENT OF THE MAJORITY SHAREHOLDERS OF
AVI GROUP, INC.
(A FLORIDA CORPORATION)

The undersigned majority shareholders of AVI Group, Inc., do hereby consent to, adopt, ratify, confirm and approve, as of the date indicated below, the following recitals and resolutions, as evidenced by their signature hereunder:

WHEREAS, the Directors have approved a proposal to reduce the authorized shares of common stock that the Company has authorized from Twenty Billion (20,000,000,000) shares to One Hundred Twenty Million shares (120,000,000);

WHEREAS, the undersigned majority shareholders, believe it is in the best interest of the Company to approve the reduction of the authorize common stock of the Company from 20 Billion (20,000,000,000) shares to One Hundred Twenty Million (120,000,000) shares;

Resolved, that it is hereby authorized and approved for the Company to reduce the authorized shares of common stock from 20 Billion (20,000,000,000) shares to One Hundred Twenty Million (120,000,000) shares effective immediately.

IN WITNESS WHEREOF, the undersigned Shareholder has executed this consent as of this 29th day of June 2016.



Bryan Beglinger 100,000 Shares Class A Preferred Stock

AVI GROUP, INC
UNANIMOUS CONSENT OF DIRECTORS OF
AVI GROUP, INC.
IN LIEU OF A MEETING OF THE BOARD OF DIRECTORS OF
AVI GROUP, INC.
(A FLORIDA CORPORATION)

Pursuant to the Authority granted to directors to take action by unanimous consent without a meeting pursuant to the articles of organization of AVI Group, Inc., the Board of Directors ("Directors") of AVI Group, Inc., a Florida corporation (the "Corporation"), do hereby consent to, adopt, ratify, confirm and approve, as of the date indicated below, the following recitals and resolutions, as evidenced by their signature hereunder:

WHEREAS, the Directors have been presented with the proposal to reduce the authorized shares of common stock that the Company has authorized from Twenty Billion (20,000,000,000) shares to One Hundred Twenty Million (120,000,000) shares;

WHEREAS, the Directors believe it is in the best interest of the Company to reduce the authorized shares of common stock that the Company has authorized from Twenty Billion (20,000,000,000) shares to One Hundred Twenty Million (120,000,000) shares;

Resolved, that it is hereby authorized and approved for the Company to reduce the authorized shares of common stock that the Company has authorized from Twenty Billion (20,000,000,000) shares to One Hundred Twenty Million (120,000,000) shares, effective as soon as practical;

Resolved that the officers and directors are authorized, empowered and directed to do any and all other things and to execute and deliver such documents, agreements, certifications in its name and on its behalf which are deemed necessary or advisable to carry out the purposes and intentions of these resolutions.

The undersigned, being the sole director of the Corporation, hereby gives his unanimous consent pursuant to the Laws of the State of Florida to the foregoing resolutions, and direct that this Consent be filed with the minutes of the meetings of the Board of Directors, such Consent to have the same force and effect as a unanimous vote at a meeting of the Board of Directors if one had been held on June 29, 2016 and may be certified as such by the Secretary of the Corporation.

IN WITNESS WHEREOF, the undersigned Directors has executed this consent as of this 29th day of June 2016.



Bryan Beglinger, Director



Lisa Landau, Director

Annex 1

**to The Articles of Amendment
to The Articles of Incorporation
of AV1 Group, Inc.**

"ARTICLE II CAPITAL STOCK

Paragraph 1 of Article II Capital Stock is deleted in its entirety and replaced with the following:

The aggregate number of shares of Capital Stock which this Corporation shall have authority to issue is One Hundred Twenty Million and Five Million (125,000,000) Shares consisting of One Hundred Twenty Million (120,000,000) shares of common stock having a par value of \$.00001 per share and Five Million (5,000,000) shares of preferred stock having a par value of \$.0001 per share, of which One Hundred (100,000) shares are designated Series A preferred stock. The Series A preferred stock which was duly authorized by the Board of Directors as of June 13, 2014, have preferential voting rights of One Hundred Thousand (100,000) per share.