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GATEKEEPER BUSINESS SOLUTIONS, INC.

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**AMENDMENT TO
RESTATED ARTICLES OF INCORPORATION
OF
GATEKEEPER BUSINESS SOLUTIONS, INC.**

It is hereby certified that:

1. The present name of the corporation (hereinafter called the "Corporation") is Gatekeeper Business Solutions, Inc.

2. The name under which the Corporation was originally incorporated is Applied Programming Solutions, Inc. The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on January 14, 1999, under Document Number P99000005042. Restated Articles of Incorporation were filed with the Secretary of State of the State of Florida on August 3, 2001. Articles of Amendment to the Restated Articles of Incorporation were filed with the Secretary of State of the State of Florida on September 7, 2001. Articles of Amendment to the Restated Articles of Incorporation changing the name of the Corporation to Gatekeeper Business Solutions, Inc. were filed with the Secretary of State of the State of Florida on October 17, 2001.

3. The Board of Directors of the Corporation has duly adopted the below Amendment to the Corporation's Restated Articles of Incorporation on July 3, 2007.

4. Effective July 26, 2007, the shareholders of the Corporation, acting through the written consent of the holders of a majority in interest of the voting capital stock of the Corporation, approved the below Amendment to the Corporation's Restated Articles of Incorporation which represents a number of votes cast in favor which is sufficient for approval of this Amendment. The number of votes cast for the Amendment was sufficient for approval.

5. ARTICLE III – CAPITAL STOCK of the Corporation's Restated Articles of Incorporation is hereby deleted in its entirety and substituted with the following:

The aggregate number of shares of all classes of stock that the Corporation shall have authority to issue is 250,000,000, divided into two classes. The description of the Corporation's classes of stock, the number of authorized shares allocated to each class and the voting powers, designations, preferences, qualifications, limitations, restrictions and special or relative rights in respect of each class of stock are or shall be as follows:

Section 1. Common Stock. There shall be 150,000,000 shares of a class designated Common Stock with a par value of \$0.01 per share. The holders of shares of Common Stock shall be entitled (i) to vote on all matters at all meetings

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of the shareholders of the Corporation on the basis of one vote for each share of Common Stock held of record; (ii) subject to any preferential dividend rights applicable to the Preferred Stock, to receive such dividends as may be declared by the Board of Directors; and (iii) in the event of the voluntary, or involuntary, liquidation or winding up of the Corporation, after distribution in full of any preferential amounts to be distributed to holders of shares of Preferred Stock, to receive all of the remaining assets of the Corporation available for distribution to its shareholders, ratably in proportion to the aggregate number of their shares of Common Stock.

Section 2. Preferred Stock. There shall be 100,000,000 shares of a class designated Preferred Stock, with a par value of \$0.01 per share. The Board of Directors is authorized to issue the Preferred Stock, from time to time, in one or more series. The Board of Directors is further authorized, from time to time, to amend these Restated Articles of Incorporation without shareholder approval, pursuant to Section 607.0602 of the Florida Business Corporation Act, for the purpose of establishing, altering or eliminating in respect of the Preferred Stock and each such series thereof, the following terms and provisions of any authorized and unissued shares of such stock:

- (a) The distinctive serial designation;
- (b) The number of shares of the series, which number may at any time or from time to time be increased or decreased (but not below the number of shares of such series then outstanding);
- (c) The voting powers and, if voting powers are granted, the extent of such voting powers including the right, if any, to elect a director or directors;
- (d) The election, term of office, filling of vacancies and other terms of the directorships of directors, if any, elected by the holders of any one or more classes or series of such stock;
- (e) The dividend rights, if any, including the dividend rate and the dates on which any dividends shall be payable;
- (f) The date from which dividends, if any, on shares issued prior to the date for payment of the first dividend thereon shall be cumulative;
- (g) The redemption rights, if any, redemption price, terms of redemption, and the amount of and provisions regarding any sinking fund for the purchase or redemption thereof;
- (h) The liquidation preference, if any, and the amounts payable on dissolution or liquidation;

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(i) The terms and conditions, if any, under which shares of a series may be converted; and

(j) Any other terms or provisions that the Board of Directors is authorized by law to fix or alter.

Section 3. Provisions Applicable to Both Common and Preferred Stock. Except as otherwise provided in this Amendment to the Restated Articles of Incorporation, no holder of shares of any class of stock of the Corporation shall be entitled, as a matter of right, to purchase or subscribe for any shares of any class of stock of the Corporation, whether now or hereafter authorized. The Board of Directors shall have authority to fix the issue price and to determine the consideration to be received with respect to any and all shares of any class or series of stock of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to its Restated Articles of Incorporation to be duly adopted by its Board of Directors and shareholder pursuant to Section 607.1003 of the Florida Business Corporation Act, and to be executed in its corporate name this 27th day of July 2007.

GATEKEEPER BUSINESS SOLUTIONS, INC.

By:


Michael Cash, President.

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