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

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the Chief Executive Officer of GATEKEEPER BUSINESS SOLUTIONS, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida (the "Corporation"), does hereby certify that the following resolutions were adopted pursuant to the authority of the Board of Directors of the Corporation:

A. Creation of Series 1 Convertible Preferred Stock That pursuant to authority conferred upon the Board of Directors by the Articles of Incorporation of said Corporation, said Board of Directors adopt a resolution providing for the issuance of a series of 50,000,000 shares of Series 1 Convertible Preferred Stock pursuant to a written consent, dated July 31, 2007, which resolution is as follows:

SERIES 1 CONVERTIBLE PREFERRED STOCK

1. Designation, Amounts and Stated Value. The designation of this series, which consists of Fifty million (50,000,000) shares of Preferred Stock, is the Series 1 Convertible Preferred Stock (the "Series 1 Preferred Stock"). The stated value of the Series 1 Preferred Stock shall be \$0.06 per share. The shares have a par value of \$0.01 per share.

2. Dividends. The Series 1 Preferred Stock shall not be entitled to receive any dividends.

3. Rank. The Series 1 Preferred Stock shall rank *pari passu* with any other series of preferred stock hereafter designated by the Corporation and not designated as senior securities or subordinate to the Series 1 Convertible Preferred Stock.

4. Voting Rights. Each share of Series 1 Preferred Stock shall entitle the holder thereof to such number of votes as are equal to the number of shares of Common Stock into which such share of Series 1 Preferred Stock is then convertible, and with respect to such vote, shall be entitled to notice of any shareholders' meeting in accordance with the bylaws of this Corporation, and shall be entitled to vote, together as a single class with holders of Common Stock and any other series of preferred stock then outstanding, with respect to any question or matter upon which holders of Common Stock have the right to vote. Series 1 Preferred Stock shall also entitle the holders thereof to vote the shares as a separate class as set forth herein and as required by law. In the event of any stock split, stock dividend or reclassification of the Corporation's common stock, the number of votes which attach to each share of Series 1 Preferred shall be adjusted in the same proportion as any adjustment to the number of outstanding shares of Common Stock pursuant to the provisions hereof.

5. Redemption, Call Rights and Preemptive Rights. The Series 1 Preferred Stock shall not be subject to any redemption rights on behalf of the Corporation or subject to call by any holder of the Series 1 Preferred Stock. No holder of the Series 1 Preferred Stock shall be entitled to rights to subscribe for, purchase or receive any part of any new or additional shares of any class, whether now or hereinafter authorized, or of bonds or debentures, or other evidences of indebtedness convertible into or exchangeable for shares of any class.

6. Holder Conversion Rights. The holders of the Series 1 Preferred Stock shall have the following rights with respect to the conversion of the Series 1 Preferred Stock into shares of the Corporation's Common Stock:

A. Conversion at Holders' Option. Each share of Series 1 Preferred Stock shall be convertible at the option of the holder in their sole discretion into one share of the Corporation's Common Stock, subject to adjustment as hereinafter set forth.

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B. Adjustments to Conversion Ratio. In the event the Corporation shall (i) make or issue a dividend or other distribution payable in Common Stock (other than with respect to the Series 1 Preferred Stock); (ii) subdivide outstanding shares of Common Stock into a larger number of shares; or (iii) combine outstanding shares of Common Stock into a smaller number of shares, the conversion ratio shall be adjusted appropriately by the Corporation's Board of Directors.

C. Capital Reorganization or Reclassification. If the Common Stock issuable upon the conversion of the Series 1 Preferred Stock shall be changed into the same or different number of shares of any class or classes of stock, whether by capital reorganization, reclassification or otherwise (other than a subdivision or combination of shares or stock dividend provided for elsewhere in this Section 6), then in each such event, the holder of each share of Series 1 Preferred Stock shall have the right thereafter to convert such share into the kind and amount of shares of stock and other securities and property receivable upon such capital reorganization, reclassification or other change by holders of the number of shares of Common Stock into which such shares of Series 1 Preferred Stock might have been converted immediately prior to such capital reorganization, reclassification or other change.

D. Certificate as to Adjustments; Notice by Corporation. In each case of an adjustment or readjustment of the conversion ratio, the Corporation, at its expense, will seek to furnish each holder of Series 1 Preferred Stock with a certificate, showing such adjustment or readjustment, and stating in detail the facts upon which such adjustment or readjustment is based.

E. Exercise of Conversion. Promptly after the conversion date, the Corporation shall determine the conversion ratio. The Corporation shall deliver to each holder of Series 1 Preferred Stock a certificate stating the conversion ratio and providing such holder instructions as to where to deliver its Series 1 Preferred Stock certificates, and upon surrender of such certificates for cancellation, certificates representing the number of the Corporation's common shares into which such Series 1 Preferred Stock is converted. No fractional shares shall be issued, and, in lieu of any such fractional securities, each holder of Series 1 Preferred Stock who will otherwise be entitled to a fraction of a share upon surrender shall receive the next highest whole share.

F. Reservation of Common Stock. The Corporation shall at all times use its best efforts and reserve and keep available out of its authorized but unissued shares of Common Stock, solely for the purpose of effecting the conversion of the shares of the Series 1 Preferred Stock, such number of its shares of Common Stock as shall from time to time be sufficient to effect the conversion of all outstanding shares of the Series 1 Preferred Stock, and if at any time the number of authorized but unissued shares of Common Stock shall not be sufficient to effect the conversion of all then outstanding shares of the Series 1 Preferred Stock, the Corporation shall promptly take such corporate action as may be necessary to increase its authorized but unissued shares of Common Stock to such number of shares as shall be sufficient for such purpose.

7. Liquidation, Dissolution, Winding-Up. In the event of the liquidation, dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the holders of shares of the Series 1 Preferred then outstanding shall be entitled to receive, out of the remaining assets of the Corporation available for distribution to its stockholders, an amount equal to \$0.06 per share. For the purposes of this section, a sale by the Corporation of all or substantially all of its assets shall be considered the liquidation, dissolution or winding up of the affairs of the Corporation.

8. Consolidation, Merger, Exchange, Etc. In case the Corporation shall enter into any consolidation, merger, combination, statutory share exchange or other transaction in which the Common Shares are exchanged for or changed into other stock or securities, money and/or any other property, then in any such case the Series 1 Preferred Stock shall at the same time be similarly exchanged or changed into preferred shares of the surviving entity providing the holders of such preferred shares with (to the extent possible) the same relative rights and preferences as the Series 1 Preferred Stock.

9. Designation of Additional Series. The Board of Directors of the Corporation shall have the right to designate other shares of Preferred Stock having dividend, liquidation, or other preferences equal to,

subordinate to, or superior to the rights of holders of the Series 1 Preferred Stock. Such preferences shall be determined in the resolutions creating such subsequent series.

10. Vote to Change the Terms of Series 1 Convertible Preferred Stock. The affirmative vote at a meeting duly called for such purpose or the written consent without a meeting, of the holders of not less than fifty percent (50%) of the then outstanding Series 1 Preferred Stock, shall be required for any change to the Corporation's Articles of Incorporation which would amend, alter, change or repeal any of the powers, designations, preferences and rights of the Series 1 Convertible Stock.

11. Lost or Stolen Certificates. Upon receipt by the Corporation of evidence satisfactory to the Corporation of the loss, theft, destruction or mutilation of any Series 1 Preferred Stock Certificates, and, in the case of loss, theft or destruction, of any indemnification undertaking by the holder to the Corporation and, in the case of mutilation, upon surrender and cancellation of the Series 1 Preferred Stock Certificate(s), the Corporation shall execute and deliver new preferred stock certificate(s) of like tenor and date; provided, however, the Corporation shall not be obligated to re-issue preferred stock certificates if the holder contemporaneously requests the Corporation to convert such Series 1 Preferred Stock into Common Stock in which case such Series 1 Preferred Stock shall be converted pursuant to the terms of the Corporation's Articles of Incorporation and a preferred stock certificate shall only be issued if required pursuant to the terms hereof.

12. Remedies, Characterizations, Other Obligations, Breaches and Injunctive Relief. The remedies provided in this Amendment to the Articles of Incorporation shall be cumulative and in addition to all other remedies available under this Amendment to the Articles of Incorporation, at law or in equity (including a decree of specific performance and/or other injunctive relief), no remedy contained herein shall be deemed a waiver of compliance with the provisions giving rise to such remedy and nothing herein shall limit a holder's right to pursue actual damages for any failure by the Corporation to comply with the terms of this Amendment to the Articles of Incorporation. Amounts set forth or provided for herein with respect to payments, conversion and the like (and the computation thereof) shall be the amounts to be received by the holder thereof and shall not, except as expressly provided herein, be subject to any other obligation of the Corporation (or the performance thereof).

13. Specific Shall Not Limit General: Construction. No specific provision contained this Amendment to the Articles of Incorporation shall limit or modify any more general provision contained herein. This Amendment to the Articles of Incorporation shall be deemed to be jointly drafted by the Corporation and all holders and shall not be construed against any person as the drafter hereof.

14. Failure or Indulgence Not Waiver. No failure or delay on the part of a holder of Series 1 Preferred Stock in the exercise of any power, right or privilege hereunder shall operate as a waiver thereof, nor shall any single or partial exercise of any such power, right or privilege preclude other or further exercise thereof or of any other right, power or privilege.

B. Authority to Amend. These Articles of Amendment were adopted by the unanimous consent of the Corporation's Board of Directors on August 1, 2007 and no shareholder consent was required for the adoption thereof pursuant to the authority conferred upon the Board of Directors by the Articles of Incorporation of said Corporation

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of August 1, 2007.

GATEKEEPER BUSINESS SOLUTIONS, INC.

By: 

Michael Cash, President