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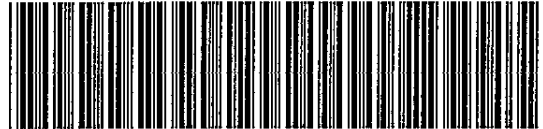
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
03 APR 14 PM 3:05

*Amend.*

V SHEPARD APR 21 2003

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April 7, 2003

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Amendment

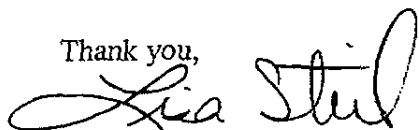
To Whom It May Concern:

Enclosed herewith please find the original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for Char-Hut Holdings Group of America, Inc., along with a check in the amount of \$43.75 representing the following fees:

Filing Fee	\$35.00
Certified Copy Fee	\$ 8.75
Total	\$43.75

Please return to us a certified copy of the Articles of Amendment in the enclosed self-addressed stamped envelope. All correspondence regarding this filing should be directed to me at the above address.

Thank you,



Lisa Steil, Esquire  
For the Firm

Enc.

LS:ch

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
CHAR-HUT HOLDINGS GROUP OF AMERICA, INC.**

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Pursuant to the provisions of Section 607.1006, of the Florida Statutes, Char-Hut Holdings Group of America, Inc., a Florida profit corporation, adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: ARTICLE IV is being deleted in its entirety and replaced with the following:

**"4.1 The capital stock of this corporation shall consist of 500,000,000 shares of common stock, no par value and 5,000,000 shares of preferred stock, no par value.**

**4.2 Preferred Stock. The Board of Directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, including voting rights, if any, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions there.**

**4.3 Other Powers of the Board of Directors With Respect to Shares.**

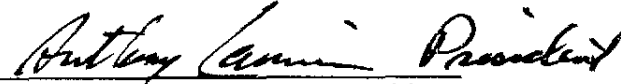
- (a) The Board of Directors may effectuate dividends payable in shares by issuance of shares of any class or series to holders of shares of any other class or series.**
- (b) The Board of Directors may issue rights and options to acquire shares upon such terms as the Board of Directors shall determine."**

SECOND: The effective date of this Amendment is upon filing of this Amendment with the Florida Division of Corporations.

THIRD: Adoption of Amendment:

[X] The Amendment was approved by the shareholders of the corporation and unanimously approved by the Board of Directors of the Corporation. The number of votes cast for the Amendment was sufficient for approval.

Signed this 7<sup>th</sup> day of April, 2003.

  
By: Anthony Cammisa, President