

P99000101137

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

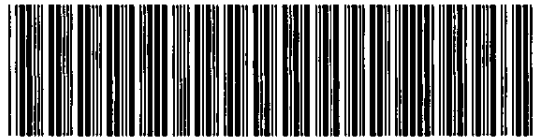
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Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Larry Reid Advised
to make correction
(1a)

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05/10/12--01035--003 **\$2.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 MAY 10 AM 9:10

Amend / cc
cus
(1a) 5/14/12

Cleartronic, Inc.

8000 N. Federal Hwy Suite 100, Boca Raton, FL 33487 • Tel 561-939-3300 • Fax 561-953-5073

May 7, 2012

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

NAME OF CORPORATION: Cleartronic, Inc.
Document Number: P99000101137

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

Please return all correspondence concerning this matter to the following:

Cleartronic, Inc.
8000 N Federal Hwy #100
Boca Raton, FL 33487
Attn: Larry M. Reid

For information concerning this matter please call:

Larry M. Reid at 561-939-3300 Ext 143

Enclosed is a check in the amount of \$52.50 for payment of Filing Fee, Certificate of Status and Certified Copy of Articles of Amendment (Additional copy is enclosed).

Sincerely,



Larry M. Reid
President & CEO

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

Pursuant to Section 607.1002 of the Florida Business Corporation Act of the State of Florida, the undersigned Chief Executive Officer of Cleartronic, Inc. (the "Corporation"), a corporation organization and existing under and by virtue of the laws of the State of Florida and bearing Document Number P99000101137, does hereby certify:

Section 2(a) of ARTICLE SECOND of the Corporation's Articles of Incorporation shall be amended in its entirety as follows:

Conversion at Holders' Option. After a period of one (1) year following the date of issuance, each one (1) share of Series A Preferred shall be convertible into 100 shares of fully paid and nonassessable Common Stock at the sole option of the holder of Series A Preferred ("**Series A Preferred Holder**").

The foregoing amendment was duly adopted by the Corporation's Board of Directors on April 19, 2012 pursuant to a unanimous written consent of the Board of Directors in accordance with Section 607.0821 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of the Corporation, has executed these Articles of Amendment as of April 19, 2012.

CLEARTRONIC, INC.



By: Larry Reid
Its: Chief Executive Officer