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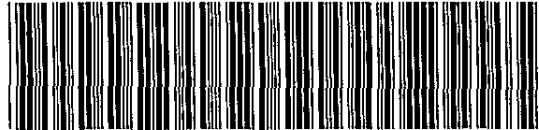
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Amend

3/13/04--01055--012 **43.75

APR
5/13/04

FILED
MAY 13 PM 12:31
TALLAHASSEE, FLORIDA

FILED
MAY 13 PM 12:41
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Sphyrna Inc

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Anton Hajducek
(Name of Person)

Sphyrna Inc
(Name of Firm/ Company)

1630-C Old Cambridge Rd
(Address)

Tallahassee FL 32303
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Anton Hajducek at (850) 933-1424
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

Sphyrna Inc

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

FILED
04 MAY 13 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(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:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

see attached

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

The date of each amendment(s) adoption: May 12th 2004 12:00 PM

Effective date if applicable: May 12th 2004 12:00 PM
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved 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.

Signed this 13th day of May, 2004.

Signature

Anton Heidweck
(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)

Anton Heidweck
(Typed or printed name of person signing)

Managing Director and President
(Title of person signing)

FILING FEE: \$35

ARTICLES OF INCORPORATION
OF
Sphyrna Inc

The undersigned incorporator to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida as follows:

ARTICLE I

Name and Address

The name of this Corporation Sphyrna Inc the street address of the Corporation is: 1630-C Old Bainbridge Road, Tallahassee, Florida 32303

ARTICLE II

Term of Existence

This Corporation shall have perpetual existence, commencing upon filing of these articles of incorporation with the Florida Secretary of State.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Powers

The Corporation shall have the power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust, or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V

Capital Stock

This Corporation is authorized to issue 500,000 shares of \$10 par value common stock, which shall be designated Common Shares.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1630-C Old Bainbridge Road, Tallahassee, Florida 32303, and the name of its initial registered agent at such address is Anton Hajducek.

ARTICLE VII

Board of Directors

This Corporation shall have at least one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1).

ARTICLE VIII

Voting and Meetings

- a. All votes by stockholders as of May 12th 2004 will be counted by stock shares. One share, one vote. Stock certificates must be present and validated.
- b. Shareholder meetings may be by electronic communication or in person with emergency meeting by over 50% acceptable as the majority.
- c. The current appointed or elected Managing Director may, at his/her discretion, vote Corporation owned stock in the event of a tie or lack of a clear majority.
- d. The current appointed or elected Managing Director may, at his/her discretion, vote Corporation owned stock in other companies or corporations

ARTICLE IX

Incorporator

The name and address of the person signing these Articles and serving as the sole incorporator is:

<u>Name</u>	<u>Address</u>
Anton Hajducek	1630-C Old Bainbridge Rd, Tallahassee, Florida 32303

ARTICLE X

Bylaws

- a. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this Corporation. Bylaws must be introduced by the current appointed or elected Managing Director to be voted upon. Bylaws introduced must be voted upon at same meeting to be validated and must pass with a simple majority of outstanding stocks held.
- b. The position holder of Managing Director may not be terminated without a clear majority vote of over 75% of outstanding stock.

ARTICLE XII

Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned sole incorporator executed these Articles of Incorporation, this 12th day of May, 2004.


Anton Hajduček
Sole Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Anton Hajducek

Dated this __12th day of May, 2004.

**ACTION BY WRITTEN CONSENT
OF THE SHAREHOLDERS
IN LIEU OF THE ANNUAL MEETING OF
Sphyrna Inc**

The undersigned, being all of the Shareholders of **Sphyrna Inc**, a Florida corporation, do hereby take and adopt, pursuant to the Business Corporation Act, the following actions in writing and without a meeting in lieu of the annual meeting.

RESOLVED by the following individuals are hereby elected to serve as directors of the Corporation until the next annual meeting of the stockholders or until the successors shall be elected and qualified:

Anton Hajducek
Jerry Rogers
Scott Leonard

RESOLVED, that the following persons be, and they hereby are, elected to the offices set forth opposite their respective names, to serve until the earlier of the next Annual Meeting of the Board of Directors and until their successors are elected and qualified or their earlier resignation or removal from office by the Board of Officers:

Officers:

President:	Anton Hajducek
Secretary:	Jerry Rogers
Treasurer:	Jerry Rogers
Chief Design Officer:	Scott Leonard

The foregoing constitutes a complete record of actions taken, adopted, approved and ratified by unanimous written consent of the Directors in Lieu of an annual meeting of the Board of Directors.

DATE:

5/12/2004

5-12-2004

SHAREHOLDERS:

Anton Hajducek 48,000 shares

Jerry Rogers 5000 SHARES