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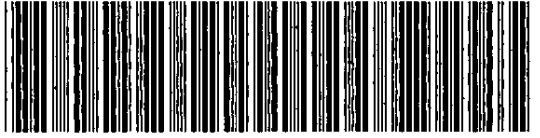
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend & N/C

TB 8/22/08

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Odyssey Oil & Gas, Inc.

**DOCUMENT NUMBER:** P01000078584

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

Please return all correspondence concerning this matter to the following:

Mark Palestine  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

6248 NW 32nd Terrace  
(Address)

Boca Raton, FL 33496  
(City/ State and Zip Code)

For further information concerning this matter, please call:

Mark Palestine at ( 561 ) 241-4579  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input checked="" 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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
2008 AUG 20 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Odyssey Oil & Gas, Inc.

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

P01000078584

(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):**

Odyssey Oil & Energy, Inc.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

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

ARTICLE 8.1 Capitalization is being deleted and replaced with

8.1 Authorized Shares: The total number of shares of capital stock that the Corporation has the authority to issue is six hundred and seventy million (670,000,000). The total number of shares of common stock that the Corporation is authorized to issue is six hundred and fifty million (650,000,000) and the par value of each share of such common stock is one-hundredth of one cent (\$.0001) for an aggregate par value of sixty five thousand dollars (\$65,000). The total number of shares of preferred stock that the Corporation is authorized to issue is twenty million (20,000,000) and the par value of each share of such preferred stock in one-hundredth of one cent (\$.0001) for an aggregate par value of two thousand dollars (\$2,000).

(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)

N/A

(continued)

The date of each amendment(s) adoption: AUGUST 19, 2008

Effective date if applicable: SEPTEMBER 20, 2008  
(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.

Signature \_\_\_\_\_

(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)

Arthur Johnson

(Typed or printed name of person signing)

President

(Title of person signing)

**FILING FEE: \$35**