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05/05/10--01043--012 **35.00

(Requestor's Name)

(Address)

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PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

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10 MAY -5 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.

B. O'CONNELL MAY 12 2010



GreenCell

**2295 South Hiawasse Road, Suite 414
Orlando, FL 32835**

April 29, 2010

**Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314**

To Whom It May Concern:

I want to take this opportunity to truly thank those who gave us guidance in completing the attached information. Even though you do this day in and day out, it was my 'first' Amendment....and the two women who answered questions couldn't have been nicer or more patient.

Your standard cover letter and all backup documentation are attached. If you have any questions, please don't hesitate to contact our office at (407) 363-5633. The address for GreenCell, Inc. is noted above, but I've asked that the notification be sent to the address as noted in the cover letter. We appreciate your attention...and follow-up.

Sincerely,

**Paula Bausman
Executive Assistant
General Automotive Company
GreenCell, Incorporated**

enclosures

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GREENCELL, INCORPORATED

DOCUMENT NUMBER: P09000098799

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

Please return all correspondence concerning this matter to the following:

Dan Valladao

Name of Contact Person

General Automotive Company

Firm/ Company

5422 Carrier Drive, Suite 309

Address

Orlando, FL 32819

City/ State and Zip Code

danv@greencellinc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dan Valladao

Name of Contact Person

at (407)

363-5633

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is enclosed)

\$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

GREENCELL, INCORPORATED

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

P09000098799

(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:

A. If amending name, enter the new name of the corporation:

_____ *The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."*

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: _____

New Registered Office Address: _____
(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Article IV currently reads:

The number of shares the corporation is authorized to issue is: 100,000,000

Article IV should read:

The number of shares the corporation is authorized to issue is 100,000,000 at a par value of \$.01 per share.

F. If an amendment provides for an 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: April 29, 2010
(date of adoption is required)

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were adopted 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):*

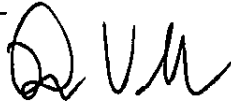
“The number of votes cast for the amendment(s) was/were sufficient for approval
by _____.”
(voting group)

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.

Dated April 29, 2010

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)

Dan Valladao

(Typed or printed name of person signing)

President

(Title of person signing)