

P13000009342

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H13000250593 3)))



H130002505933AEC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : VCORP SERVICES, LLC
Account Number : I20080000067
Phone : (845) 425-0077
Fax Number : (845) 818-3588

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.
Email Address: notices@vcorp2services.com

RECEIVED
11-25-13
STATE
TALLAHASSEE, FLORIDA

2013 NOV 13 PM 12:56

FILED

RECEIVED

13 NOV 13 AM 8:01

STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**COR AMND/RESTATE/CORRECT OR O/D RESIGN
UNIVERSAL TECHNOLOGY SYSTEMS CORP.**

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$35.00

Electronic Filing Menu

Corporate Filing Menu

Help

11/14/13

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Universal Technology Systems Corp.

DOCUMENT NUMBER: P13000009342

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

Please return all correspondence concerning this matter to the following:

Gracie Zhou

Name of Contact Person

Ofsink, LLC

Firm/ Company

900 Third Ave, 5th Floor

Address

New York, NY 10022

City/ State and Zip Code

gzhou@golawintl.com

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

For further information concerning this matter, please call:

Gracie Zhou

Name of Contact Person

at (646) 6277326

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

EFFECTIVE DATE
11-25-13

FILED

2013 NOV 13 PM 12:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDAArticles of Amendment
to
Articles of Incorporation
ofUniversal Technology Systems Corp.

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

P13000009342

(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:**NanoFlex Power 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)20 Trading Post Way
Medford, CT 08055**C. Enter new mailing address, if applicable:**(Mailing address MAY BE A POST OFFICE BOX)20 Trading Post Way
Medford, CT 08055**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 AgentVcorp Services, LLC5011 South State Road 7, Suite 106

(Florida street address)

New Registered Office Address:Davie

(City)

Florida

33314

(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

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)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change PT John Doe
☒ Remove V Mike Jones
☒ Add SV Sally Smith

Type of Action (Check One)	Title	Name	Address
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>D</u>	<u>Christopher Conley</u>	<u>4073 South Tamiami Trail</u> <u>Sarasota, FL 34231</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>D</u>	<u>John D. Kuhns</u>	<u>558 Lime Road</u> <u>Lakeville, CT 06039</u>
3) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>CEOD</u>	<u>Dean L. Ledger</u>	<u>9290 East Thompson Peak</u> <u>Parkway, Unit 134</u> <u>Scottsdale, AZ 85255</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>DP</u>	<u>Robert J. Fasnacht</u>	<u>6062 N Lafayette Lane</u> <u>Coeur d'Alene, ID 83815</u>
5) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>CFOS</u>	<u>Amy B. Kornafel</u>	<u>204 Chippewa Trail</u> <u>Medford Lakes, NJ 08055</u>
6) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>V</u>	<u>Joey S. Stone</u>	<u>432 Plantation Crest Court</u> <u>Baton Rouge, LA 70810</u>

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

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

Article I shall be replaced with Annex I in entirety which is attached hereto.

Article IV shall be replaced with Annex II in entirety which is attached hereto.

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)

ANNEX I
TO THE ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
UNIVERSAL TECHNOLOGY SYSTEMS CORP.

Article I shall be replaced with the following in entirety:

“ARTICLE I
CORPORATE NAME
The name of this Corporation shall be NanoFlex Power Corporation.”

ANNEX II
TO THE ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
UNIVERSAL TECHNOLOGY SYSTEMS CORP.

ARTICLE IV shall be replaced with the following in entirety:

"ARTICLE IV
CAPITAL STOCK

- (a) The aggregate number of shares which the Corporation shall have authority to issue is six hundred million (600,000,000) shares, consisting of two classes to be designated, respectively, "Common Stock" and "Preferred Stock," with all of such shares having a par value of \$.0001 per share. The total number of shares of Common Stock that the Corporation shall have authority to issue is five hundred million (500,000,000) shares. The total number of shares of Preferred Stock that the Corporation shall have authority to issue is one hundred million (100,000,000) shares. The Preferred Stock may be issued in one or more series, each series to be appropriately designated by a distinguishing letter or title, prior to the issuance of any shares thereof. The voting powers, designations, preferences, limitations, restrictions, and relative, participating, optional and other rights, and the qualifications, limitations, or restrictions thereof, of the Preferred Stock shall hereinafter be prescribed by resolution of the board of directors.
- (b) Effective upon the "Effective Date" (as defined below), the outstanding shares of Common Stock of the Corporation shall be increased on the basis that one (1) share of Common Stock shall become one point two (1.2) shares of Common Stock without changing the par value of the shares of the Corporation (the "Forward Stock Split").

The "Effective Date" shall be the first date permitted or determined by the Financial Industry Regulatory Authority (FINRA) as the effective date of such Forward Stock Split, subject to the prior filing and recording of this Articles of Amendment in the office of Florida Department of State Division of Corporations."

The date of each amendment(s) adoption: October 30, 2013, if other than the date this document was signed.

Effective date if applicable: November 25, 2013
(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 _____

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)

Robert Fasnacht

(Typed or printed name of person signing)

President

(Title of person signing)