

STATE OF NEVADA

**ROSS MILLER**  
Secretary of State

**SCOTT W. ANDERSON**  
Deputy Secretary  
for Commercial Recordings



OFFICE OF THE  
SECRETARY OF STATE

**Commercial Recordings Division**  
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**KENT RODRIGUEZ**  
310 FOURTH AVE SO STE 7000  
MINNEAPOLIS, MN 55415

**Job: C20140314-1599**  
March 18, 2014

**Special Handling Instructions:**

ADESG REG MAIL 03/18/14 NEH

**Charges**

| Description         | Document Number | Filing Date/Time      | Qty | Price    | Amount   |
|---------------------|-----------------|-----------------------|-----|----------|----------|
| Amended Designation | 20140188786-65  | 3/14/2014 11:10:25 AM | 1   | \$175.00 | \$175.00 |
| Total               |                 |                       |     |          | \$175.00 |

**Payments**

| Type   | Description           | Amount   |
|--------|-----------------------|----------|
| Credit | 168737114031815921212 | \$175.00 |
| Total  |                       | \$175.00 |

**Credit Balance: \$0.00**

**Job Contents:**

File Stamped Copy(s):

1

**KENT RODRIGUEZ**  
310 FOURTH AVE SO STE 7000  
MINNEAPOLIS, MN 55415

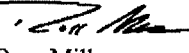
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ROSS MILLER  
Secretary of State  
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**Amendment to  
Certificate of Designation  
After Issuance of Class or Series**  
(PURSUANT TO NRS 78.1955)

|  |  |
|--|--|
| Filed in the office of<br><br>Ross Miller<br>Secretary of State<br>State of Nevada | Document Number<br><b>20140188786-65</b><br>Filing Date and Time<br><b>03/14/2014 11:10 AM</b><br>Entity Number<br><b>C7726-1999</b> |
|--|--|

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Certificate of Designation  
For Nevada Profit Corporations**

**(Pursuant to NRS 78.1955 - After Issuance of Class or Series)**

1. Name of corporation:

Avalon Oil &amp; Gas, Inc.

2. Stockholder approval pursuant to statute has been obtained.

3. The class or series of stock being amended:

Series B Preferred Stock, par value \$0.10 per share.

4. By a resolution adopted by the board of directors, the certificate of designation is being amended as follows or the new class or series is:

A new Subsection (B) is added to Article 3. Dividends, as follows:

"(B) The rate of Dividends set forth in Article 3, section (A) above shall increase from eight percent (8%) to nine percent (9%) per annum beginning April 1, 2014. In addition, beginning on April 1, 2014, the Dividend Payment Date, as defined in Article 3, Section (A) above, will be April 15 of each year, or if not a business day, on the next succeeding business day."

5. Effective date of filing: (optional) April 1, 2014

(must not be later than 90 days after the certificate is filed)

6. Signature: (required)

**X** 

Signature of Officer

Filing Fee: \$175.00

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS Amend Designation - After  
Revised: 3-6-09