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5X5 TECHNOLOGIES, INC.

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT NO. 2 TO THE
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
5X5 TECHNOLOGIES, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment to its Second Amended and Restated Articles of Incorporation, filed with the Department of State, Division of Corporations, of the State of Florida on September 18, 2020 (the "*Restated Certificate*"), as amended by the Articles of Amendment to the Second Amended and Restated Articles of Incorporation filed with the Department of State, Division of Corporations, of the State of Florida on May 7, 2021 ("*Amendment No. 1*," together with the Restated Certificate, the "*Current Articles*").

Corporation Name

The name of the corporation is 5x5 Technologies, Inc. (the "*Corporation*").

Text of Amendment

The amendment to the Current Articles adopted by the Corporation (the "*Amendment*") is set out in full as follows:

1. The first sentence of Article Fourth shall be amended and restated to read in its entirety as follows:

The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 600,000 shares of Common Stock, \$0.001 par value per share ("*Common Stock*") and (ii) 177,500 shares of Preferred Stock, \$0.001 par value per share ("*Preferred Stock*").

Adoption of Amendment

The Amendment requires shareholder approval through voting groups. The Amendment was approved on May 24, 2024 by the shareholders through voting groups. The number of votes cast for the Amendment was sufficient for approval by the holders of the Common Stock, the Series A Preferred Stock, and the Series B Preferred Stock.

Effective Date and Time

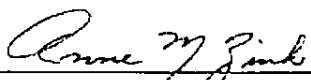
The effective date and time of these Articles of Amendment No. 2 shall be the date and time they are filed with the Department of State, Division of Corporations, of the State of Florida.

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IN WITNESS WHEREOF, this Articles of Amendment No. 2 has been executed by a duly authorized officer of this corporation on this 28 day of May, 2024.

5X5 TECHNOLOGIES, INC.

By: 
Anne M. Zink, CEO