

P21000035038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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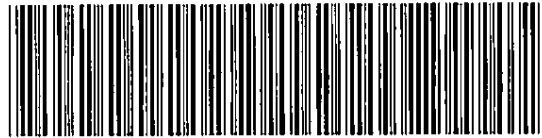
(Business Entity Name)

(Document Number)

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Amend

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2023 FEB 24 AM 11:57

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DATE: 02/24/23

NAME: BREWBILT BREWING COMPANY


TYPE OF FILING: AMENDMENT

COST: 35.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE



Articles of Amendment
to
Articles of Incorporation
of

FILED

2023 FEB 24 AM 11:57

BREWBILT BREWING COMPANY

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

P21000035038

(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 _____

(Florida street address)

New Registered Office 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

Check if applicable

D The amendment(s) is/are being filed pursuant to s. 607.0120 (11) (e), F.S.

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, Vas Remove, and Sally Smith, SV as an Add.

Example:

X. Change PT John Doe
 .K Remove V Mike Jones
 _X Add Sally Smith

| Type of Action (Check One) | Title | Name | Address |
|------------------------------------|-------|-------|---------|
| 1) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <input type="checkbox"/> Add | _____ | _____ | _____ |
| <input type="checkbox"/> Remove | _____ | _____ | _____ |
| 2) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <input type="checkbox"/> Add | _____ | _____ | _____ |
| <input type="checkbox"/> Remove | _____ | _____ | _____ |
| 3) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <input type="checkbox"/> Add | _____ | _____ | _____ |
| <input type="checkbox"/> Remove | _____ | _____ | _____ |
| 4) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <input type="checkbox"/> Add | _____ | _____ | _____ |
| <input type="checkbox"/> Remove | _____ | _____ | _____ |
| 5) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <input type="checkbox"/> Add | _____ | _____ | _____ |
| <input type="checkbox"/> Remove | _____ | _____ | _____ |
| 6) <input type="checkbox"/> Change | _____ | _____ | _____ |
| <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)

BREWBILT MANUFACTURING HAS INCREASED THE AUTHORIZED NUMBER OF COMMON SHARES TO ONE HUNDRED BILLION, 100,000,000,000 SHARES, EFFECTIVE PAR VALUE \$0.0001, AS STATED BELOW:

"The aggregate number of shares which the corporation is authorized to issue is 100,010,105,000 shares consisting of (i) 100,000,000,000 shares of Common Stock, par value \$.0001 par value per share, and (ii) 10,105,000 shares of preferred stock, par value \$.0001 per share, which Preferred Stock includes 10,100,000 shares designated as "Series A Preferred Stock" (the "Series A Preferred"), and 5,000 shares designated as "Series B Preferred Stock" (the "Series B Preferred")."

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: _____, if other than the date this document was signed.

Effective date if applicable: February 23, 2023 _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the incorporators, or board of directors without shareholder action and shareholder action was not required.

X 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.

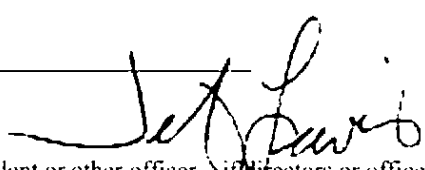
The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval

By: Jef Lewis

(voting group)

Dated: 2/23/23 _____

Signed by:  _____

(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)

JEF LEWIS

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

RESOLUTION OF BOARD OF DIRECTORS OF
BREWBILT BREWING, INC.

A Florida Corporation

At a meeting of the Board of Directors of BREWBILT BREWING, INC., a Florida corporation (the "*Company*"), notice having been waived, the following resolutions were passed:

WHEREAS, the holders of a majority in interest of the voting shares of the Company have voted to amend the articles of incorporation to increase the number of authorized common shares.

NOW THEREFORE, it is:

RESOLVED, that Article IV, Section 1 of the Company's Articles of Incorporation be amended as follows:

"The aggregate number of shares which the corporation is authorized to issue is 100,010,105,000 shares consisting of (i) 100,000,000,000 shares of Common Stock, par value \$.0001 par value per share, and (ii) 10,105,000 shares of preferred stock, par value \$.0.0001 per share, which Preferred Stock includes 10,100,000 shares designated as "Series A Preferred Stock" (the "Series A Preferred"), and 5,000 shares designated as "Series B Preferred Stock" (the "Series B Preferred")."

RESOLVED, that the officers of the Company take all steps necessary to implement the foregoing amendment to the articles of incorporation.

The foregoing accurately reflects the resolution passed by the Board of Directors at the meeting thereof on the date first stated above:

Attest:


Jef Lewis, Director

Date: February 23, 2023

BREWBILT BREWING COMPANY.

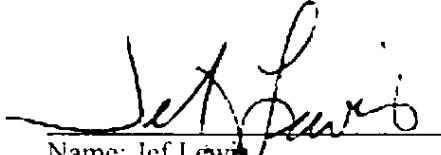
WRITTEN CONSENT OF SHAREHOLDER

PURSUANT TO FLORIDA STATUTE §607.0704

Jef Lewis.. being the holder of 500 Shares of Series B Shares of BrewBilt Brewing Company, hereby gives the Corporation his consent and votes such shares, pursuant to Florida Statute §607.0704, to do the following:

1. Amend the articles of incorporation to increase the number of authorized common shares to 100,000,000,000 (One Hundred Billion).

IN WITNESS WHEREOF the undersigned have executed this Written Consent this 23rd day of February 2023



Name: Jef Lewis