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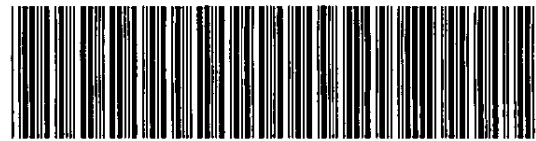
(Business Entity Name)

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FILED

2016 OCT -5 AM 8:38

SECRETARY OF STATE
FALL RIVER, MA

Amend

OCT 11 2016
I ALBRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: People 2.0, Inc.

DOCUMENT NUMBER: P02000002095

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

Please return all correspondence concerning this matter to the following:

Gabriela Martinez

Name of Contact Person

Holland & Hart, LLP

Firm/ Company

2515 Warren Ave., Suite 450

Address

Cheyenne, WY 82001

City/ State and Zip Code

gmartinez@hollandhart.com

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

For further information concerning this matter, please call:

Gabriela Martinez

Name of Contact Person

at (307) 778-4214

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
PEOPLE 2.0, INC.**

FILED
2016 OCT -6 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned Corporation adopts these Articles of Amendment.

FIRST: The name of the Corporation is PEOPLE 2.0, INC.

SECOND: The Articles of Incorporation of this Corporation are amended as follows:

I. By replacing Article III so that, as amended, said paragraph shall read as follows:

"Article III – Capital Stock

The Corporation is authorized to issue two classes of capital stock in the Corporation to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is 100,000,000 shares, 90,000,000 shares of which shall be Common Stock (the "Common Stock") and 10,000,000 shares of which shall be Preferred Stock (the "Preferred Stock"). The Common Stock shall have a par value of \$0.0001 per share and the Preferred Stock has have a par value of \$0.0001 per share. The Common Stock and the Preferred Stock may be issued from time to time in one or more series.

[9,000,000] of the authorized shares of the Common Stock are hereby designated "Voting Common Stock" (the "Voting Common Stock"), and [81,000,000] of the authorized shares of Common Stock are hereby designated "Non-Voting Common Stock" (the "Non-Voting Common Stock").

Except as set forth in this Article III, the Voting Common Stock and the Non-Voting Common Stock shall have the same rights and privileges, share ratably in all assets of the Corporation upon its liquidation, dissolution, or winding-up, shall be entitled to receive dividends in the same amount per share and at the same time when, as and if declared by the Corporation's Board of Directors, and be identical in all other respects as to all other matters, except voting. Except as may be otherwise required by law or these Articles of Incorporation, as amended, each holder of Voting Common Stock shall have one vote in respect of each share of Voting Common Stock held of record on all matters voted upon by the shareholders. The holders of Non-Voting Common Stock shall have no voting rights for any purpose whatsoever, except as required by the Florida Business Corporation Act. Where shares of Non-Voting Common Stock are entitled to vote, each holder of Non-Voting Common Stock shall have one vote in respect of each share of Non-Voting Common Stock held of record solely on the matters as to which such shares are entitled to vote and subject to the rights and limitations specified by the Florida Business Corporation Act. [In the event of any stock split, combination, or other reclassification of shares of either the Voting Common Stock or the Non-Voting Common Stock, the outstanding shares of the other class of Voting Common Stock or Non-Voting Common Stock, as the case may be, shall be proportionately split, combined, or reclassified in a similar manner; *provided, however*, in any such transaction, holders of Voting Common Stock shall receive only shares of Voting

Common Stock in respect of their shares of Voting Common Stock and holders of Non-Voting Common Stock shall receive only shares of Non-Voting Common Stock in respect of their shares of Non-Voting Common Stock.] The Board of Directors may authorize the issuance of such Voting Common Stock or Non-Voting Common Stock to such persons upon such terms and for such consideration in cash, property, or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. As such Voting Common Stock and Non-Voting Common Stock when issued shall be fully paid and exempt from assessment.

The Preferred Stock may be issued from time to time in one or more series in any manner permitted by law and the provisions of these Articles of Incorporation, as determined from time to time by the Board of Directors and stated in the resolution or resolutions providing for its issuance, prior to the issuance of any shares. The Board of Directors shall have the authority to fix and determine and to amend, subject to these provisions, the designation, preferences, limitations, and relative rights of the shares of any Preferred Stock series that is wholly unissued or to be established. Unless otherwise specifically provided in the resolution establishing any series of Preferred Stock, the Board of Directors shall further have the authority, after the issuance of shares of a series of Preferred Stock whose number it has designated, to amend the resolution establishing such series to decrease the number of shares of that series of Preferred Stock, but not below the number of shares of such series of Preferred Stock then outstanding."

THIRD: These Articles of Amendment were duly adopted by the Board of Directors on August 5th, 2016.

FOURTH: These Articles of Amendment were approved by the Corporation's shareholders entitled to vote thereon. The number of votes cast for the Articles of Amendment by the shareholders was sufficient for approval.

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the date first written above.

PEOPLE 2.0, INC.

By: Charles B. Miller, President
Name: Charles B. Miller
Title: President

FOUNDING SHAREHOLDERS:

Charles B. Miller 2008 Revocable Trust

By: Charles B. Miller, Trustee
Name: CHARLES B. MILLER
Title: Trustee

David Van Soest

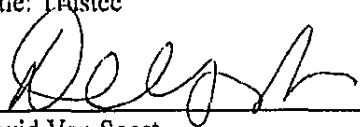
IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the date first written above.

PEOPLE 2.0, INC.

By: _____
Name: Charles B. Miller
Title: President

FOUNDING SHAREHOLDERS:

Charles B. Miller 2008 Revocable Trust

By: _____
Name:
Title: Trustee


David Van Soest