

P10000067248

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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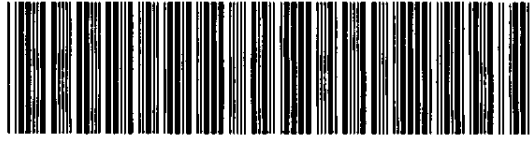
(Business Entity Name)

(Document Number)

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Discount Coupons Corporation

DOCUMENT NUMBER: p1000067248

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

Please return all correspondence concerning this matter to the following:

Keith Holloway
Name of Contact Person
Discount Coupons Corporation
Firm/ Company
1345 Monterey Blvd NE
Address
St Petersburg, FL 33704
City/ State and Zip Code

keith@discountcoupons.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Keith Holloway at (727) 480-9959
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|---|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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

Discount Coupons Corporation

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

P 1 0000 67248

(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

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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 Y 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 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	_____	_____	_____

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E. If amending or adding additional Articles, enter change(s) here:
(Attach additional sheets, if necessary). (Be specific)

Lined area for handwritten entries under section E.

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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)

Increase the number of shares from 30,000,000 to 50,000,000 outstanding.

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

Effective date if applicable: _____
(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 March 11, 2014

Signature Steven P Martin

(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)

Steven P Martin

(Typed or printed name of person signing)

CEO

(Title of person signing)

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**SHAREHOLDER APPROVAL OF INCREASE IN AUTHORIZED SHARES
DISCOUNT COUPONS CORPORATION**

Discount Coupons Corporation (the "Corporation") believes it is in the best interests of the Corporation to recommend that the holders of over 51% of its issued outstanding common stock shares (the "Consenting Shareholders) approve an increase in its authorized common stock shares from 50,000,000 to 300,000,000 (the "Increase"). As such, the Corporation has presented this document to the Consenting Shareholders that collectively hold 56% of the Corporation's issued and outstanding shares, for approval and adoption of the Increase by written shareholder consent in lieu of a meeting of shareholders of the Corporation. Upon receiving shareholder approval of the Increase, the Corporation will file Articles of Amendment as presented below with the State of Florida.

Upon receiving shareholder approval of the Increase from holders of over 51% of the issued and outstanding common stock shares, the Corporation's Board of Directors have indicated that they will approve the Increase per the 'Articles of Amendment to the Articles of Incorporations of Discount Coupons Corporation' stated below:

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
DISCOUNT COUPONS CORPORATION**

Pursuant to Florida Statute Section 607.1006 (as contained in Title XXXVI, Business Organizations), the undersigned Chief Executive Officer of Discount Coupons Corporation, a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida (the "Corporation"), bearing document number P10000067248, does hereby certify that pursuant to the unanimous written consent of the Board of Directors of this Corporation pursuant to Florida Statute Section 607.0821, on May 28, 2015, the Board of Directors approved the following amendment to Article IV, Capital Stock, of the Corporation's Articles of Incorporation, as amended:

Article IV of the Articles of Incorporation of the Corporation is hereby deleted in its entirety and amended to read as follows:

ARTICLE IV.

1. Authorized Stock. This Corporation is authorized to issue the following shares of capital stock:

- (a) Common Stock. The aggregate number of shares of Common Stock that the Corporation shall have authority to issue is 300,000,000 shares with a par value of \$0.00001 per share. Such shares shall be subject to division, without increase or decrease of the authorized shares by action of the Board of Directors pursuant to Section 607.10025, Florida Statutes.
- (b) Preferred Stock. The Board of Directors is authorized at any time, and from time to time, to provide for the issuance of shares of Serial Preferred

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Stock in one or more series, and to determine the designations, preferences, limitations and relative or other rights of the Serial Preferred Stock or any series thereof. For each series, the Board of Directors shall determine, by resolution or resolutions adopted prior to the issuance of any shares thereof, the designations, preferences, limitations and relative or other rights thereof, including but not limited to the following relative rights and preferences, as to which there may be variations among different series:

- (i) The rate and manner of payment of dividends, if any;
- (ii) Whether shares may be redeemed and, if so, the redemption price and the terms and conditions of redemption;
- (iii) The amount payable upon shares in the event of liquidation, dissolution or other winding-up of the Corporation;
- (iv) Sinking fund provisions, if any, for the redemption or purchase of shares;
- (v) The terms and conditions, if any, on which shares may be converted or exchanged;
- (vi) Voting rights, if any; and
- (vii) Any other rights and preferences of such shares, to the full extent now or hereafter permitted by the laws of the State of Florida.

The Board of Directors shall have the authority to determine the number of shares that will comprise each series.

(c) Notice of Corporate Actions. The Corporation, through the Board of Directors, shall hereby give notice of corporate actions through filings made with the Securities and Exchange Commission, as electronic notifications to the shareholders on such 8-K, quarterly, annual or other reports as allowed under Section 607.0141, Florida Statutes.

2. The foregoing amendment was approved and adopted by the written consent of shareholders of the Corporation representing 56 % of the outstanding shares pursuant to the provisions of Florida Statute Section 607.0704, which such consenting shareholders had not less than the minimum number of votes that would have been necessary to authorize or take such actions at a meeting at which the holders of all shares entitled to vote thereon were present and voted.

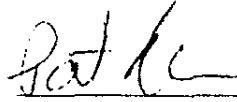
3. This Amendment shall become effective on May 28, 2015.

4. The foregoing amendments were approved and adopted by the written consent of shareholders of the Corporation effective May 28, 2015 pursuant to the provisions of Florida Statute Section 607.0704, which such consenting shareholders had not less than the minimum number of votes that would have been necessary to authorize or take such actions at a meeting at which the holders of all shares entitled to vote thereon were present and voted.

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IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of this Corporation, has executed these Articles of Amendment as of May 28, 2015.



Pat Martin, Chief Executive Officer

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