

P14000065450

Florida Department of State
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
GROM SOCIAL ENTERPRISES, INC.**

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June 7, 2019

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GROM SOCIAL ENTERPRISES, INC.
2060 NW BOCA RATON BLVD. #6
BOCA RATON, FL 33431

SUBJECT: GROM SOCIAL ENTERPRISES, INC.
REF: P14000065450

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document submitted does not meet legibility requirements for electronic filing. Please do not attempt to refax this document until the quality has been improved.

The date of adoption of each amendment must be included in the document.

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Claretha Golden
Regulatory Specialist II

FAX Aud. #: H19000179710
Letter Number: 219A00011419

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GROM SOCIAL ENTERPRISES, INC.

FILED

2019 JUN 12 A 9:20

TALLAHASSEE, FLORIDA

Under Section 607.1001 of the Florida Business Corporation Act

GROM SOCIAL ENTERPRISES, INC., a corporation organized and existing under and by virtue of the Florida Business Corporation Act of the State of Florida (the "Corporation"), does hereby certify:

FIRST: The name under which the Corporation was originally incorporated was Illumination America, Inc.

SECOND: The date on which the Articles of Incorporation of the Corporation were originally filed with the Secretary of State of the State of Florida was April 24, 2014.

THIRD: The Board of Directors of the Corporation, acting in accordance with the provisions of Section 607.0704 of the Florida Business Corporation Act, adopted resolutions to amend the first sentence of ARTICLE 1 of the Articles of Incorporation of the Corporation, as previously amended, to read in its entirety as follows:

"I. CAPITAL STOCK

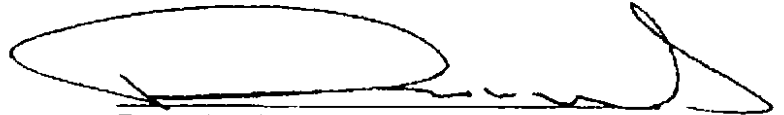
The aggregate number of shares which the corporation shall have authority to issue is five hundred twenty five million (525,000,000) shares, of which five hundred million (500,000,000) shall be Common Shares, \$0.001 par value per share and twenty five million (25,000,000) shall be Preferred Shares, \$0.001 par value per share, and the designations, preferences, limitations and relative rights of the shares of each such class are as follows:"

FOURTH: These Articles of Amendment to Articles of Incorporation were submitted to the shareholders of the Corporation and were duly approved by the required vote of the shareholders of the Corporation in accordance with Section 607.0704 of the Florida Business Corporation Act.

FIFTH: These Articles of Amendment are adopted by the Corporation as of the date they were executed below.

IN WITNESS WHEREOF, Grom Social Enterprises, Inc. has caused these Articles of Amendment to be signed by its Chief Executive Officer as of May 31, 2019.

GROM SOCIAL ENTERPRISES, INC.

A handwritten signature in black ink, appearing to read 'Darren Marks', is written over a horizontal line.

Darren Marks
Chief Executive Officer