

PI6000010181

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 07 2018

T. LEMIEUX

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SuperCloud International, Inc.
DOCUMENT NUMBER: P16000010181

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

Please return all correspondence concerning this matter to the following:

Jim Devericks
Name of Contact Person
SuperCloud International, Inc.
Firm/ Company
340 Royal Poinciana Way Suite 317-301
Address
Palm Beach, Florida 33480
City/ State and Zip Code
jimd@supercloudintl.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jim Devericks at (561) 789-9474
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 type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input checked="" 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



July 31, 2018

State of Florida
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Articles of Amendment

Dear Florida Dept. of State, Division of Corporations,

Pursuant to our call this afternoon please except this letter as our formal request to Amend the Articles of Incorporation of SuperCloud International, Inc. Enclosed please find the completed and signed form to amend the Articles of SuperCloud International, Inc.

Also as we discussed please find in the enclosed envelope is the check for the \$52.50 to cover the filing fees for SuperCloud International, Inc. – DOCUMENT #P16000010181.

If you have any questions or need to reach me please call me at: Beverly Hills: 424-343-7211 or Palm Beach: 561-373-1859.

Most Sincerely

A handwritten signature in black ink that reads "James Devericks". The signature is written in a cursive, flowing style.

James Devericks
Founder and Director

Articles of Amendment
to
Articles of Incorporation
of
SuperCloud International, Inc.

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

P16000010181

(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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TALLAHASSEE, FLORIDA

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F. If amending or adding additional Articles, enter change(s) here:

(Attach additional sheets, if necessary). (Be specific)

Article IV is Second Amended and Restated as follows:

Article IV - The number of shares of the Corporation is authorized is: 500,000,000 shares of Capital Stock consisting of:
400,000,000 shares of Class "A" Common Stock, \$0.001 par value; 75,000,000 shares of "blank check" Preferred Stock; and
25,000,000 shares of Class B Non-Voting Common Stock, par value \$0.001, Convertible into shares of Common Stock on a
one-to-one conversion basis through "piggyback" rights, subject to possible "lock-up" provisions. Article IV Section 2.
Preferred Stock. Amendment: "The maximum number of shares of "blank check" preferred stock is: 75,000,000 authorized.
The Company is authorized to issue 40,000,000 shares and shall be designated as shares of series "A" Preferred Stock". The
holders of such capital preferred stock shall have preemptive rights to purchase or have offered to them for purchase any
shares of preferred stock to be issued by the Corporation, unless specifically set forth in the Bylaws of the Corporation
Article IV Section 2. Subsection A. Voting Rights (Added subsection) This section is to be included: "Subject to applicable
law, holders of preferred stock shall not have the right to vote on any matter whatever, in exchange for priority compensation
for any distribution or dividend the Board of Directors may from time to time declare. Article IV, Section 2. Subsection B.
Dividends and Distributions. Subject to preferential and other dividend rights of any outstanding series of stock, holders of
Preferred Stock shall be entitled to first priority above all Common Stock of such dividends and other distributions in cash,
stock or property of the Corporation as the Board of Directors from time to time shall lawfully declare out of the assets of the
CORPORATION.

**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: January 29, 2016, if other than the date this document was signed.

Effective date if applicable: January 29, 2016
(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 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 July 31, 2018

Signature 
(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)

James K. Devericks

(Typed or printed name of person signing)

Chairman, Founder, CVO

(Title of person signing)