

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

The corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is CARBONCORE INC.
_____.

2. The Certificate of Incorporation of the corporation is hereby amended by changing the Article thereof numbered Fourth so that, as amended, said Article shall be and read as follows:

The amount of total stock of this corporation is authorized to issue is 30,000,000 shares with a par value of \$0.00001 per share. Of the 30,000,000 shares, 25,000,000 shares are comprised of Class A Common Stock (voting) and 5,000,000 shares are comprised of Class B Common Stock (non-voting).

3. That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

By:  _____
Authorized Officer

Name: Michael Alexander McKenzie
Print or Type