

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That at a meeting of the Board of Directors of
Showdeo, Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FOURTH" so that, as amended, said Article shall be and read as follows:

The total number of shares which the corporation shall have authority to issue is 3,000,000 shares, which shall consist of three classes. One class, designated "Common Stock", shall consist of 1,000,000 shares, each of which shall have a par value of \$0.001000 per share. The second class, designated "Non-Voting Common Stock," shall consist of 1,000,000 shares, each of which shall have a par value of \$0.001000 per share. The third class, designated "Preferred Stock," shall consist of 1,000,000 shares, each of which shall have a par value of \$0.001000 per share. Except as otherwise required by the DGCL, shares of Non-voting Common Stock shall have no voting power and the holders thereof, as such, shall not be entitled to vote on any matter that is submitted to a vote or for the consent of the stockholders of the Corporation.

THIRD: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

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

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 9th day of June, 2019.

By: _____



Authorized Officer

Title: _____

President

Name: _____

Jason Henderson

Print or Type